MARVEL® COMICS GROUP

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WIN A Columbia® TEN-SPEED FORMULA 10™ RACER!

DETAILS INSIDE

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# WHAT IF™ WOLVERINE™ HAD KILLED THE HULK™?

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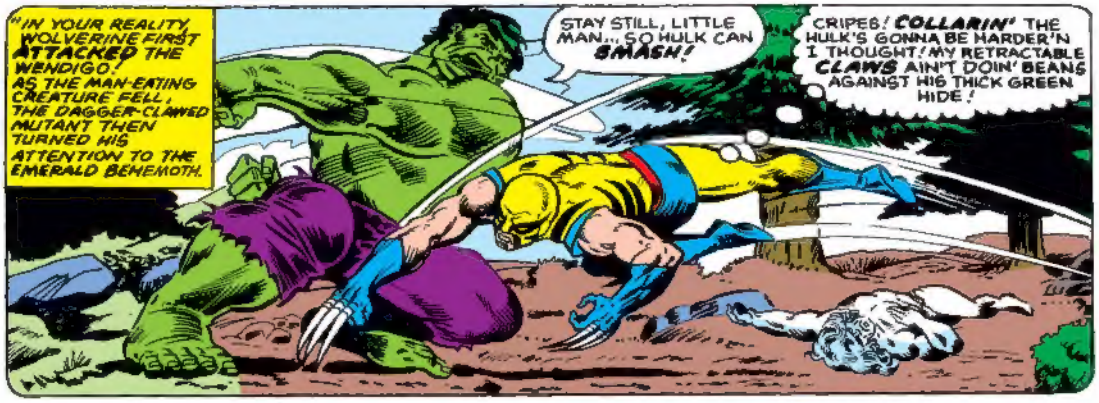
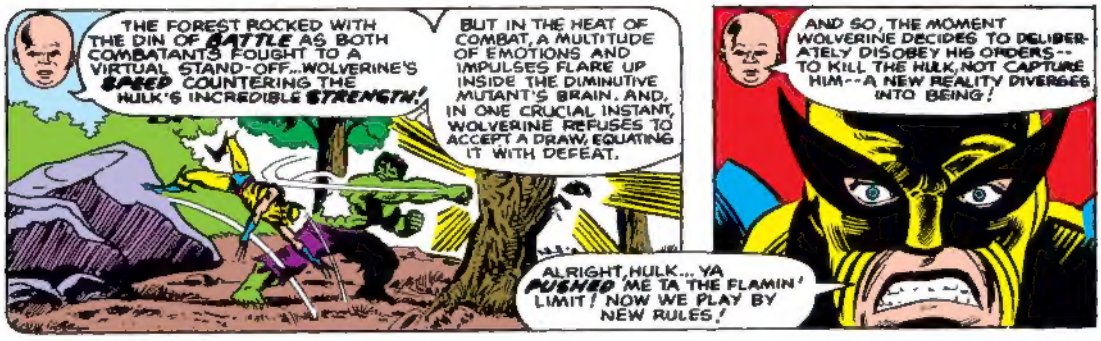
GUEST-STARRING THE UNCANNY X-MEN™

BUDIANSKY ← WYCEK

PLUS! WHAT IF THE Fantastic Four® HAD NEVER BEEN?

STAN LEE PRESENTS: A STUNNING SAGA OF AN ALTERNATE REALITY!
I AM THE WATCHER! FOR UNTOLD MILLENNIA IT HAS BEEN MY TASK TO OBSERVE THE PIVOTAL EVENTS WHICH HELP TO SHAPE THE REALITY OF YOUR WORLD!
WITNESS, IF YOU WILL, ONE SUCH MOMENT! IT BEGAN WHEN THE MAN-MONSTER CALLED THE HULK WANDERED INTO CANADA ...AND BATTLED THE ACCURSED CANNIBAL-CREATURE OF THE NORTH WOODS--- THE WENDIGO!
FEARFUL OF THE RAMPAGING CREATURES, THE CANADIAN AUTHORITIES DISPATCHED A SPECIAL AGENT--A MUTANT POSSESSING AMAZING AGILITY AND AN INDESTRUCTIBLE ADAMANTIUM STEEL SKELETON --TO CAPTURE THEM!
Script: RICH MARGOPOULOS
Pencils: BOB BUDIANSKY
Inks: MIKE ESPOSITO
Colors: BOB SHAREN
Letters: KARIN NEMRI
Edits: TOM DeFALCO
Chief: JIM SHOOTER
BUT WHAT IF SOMETHING HAD GONE WRONG?
WHAT IF WOLVERINE HAD KILLED THE HULK?

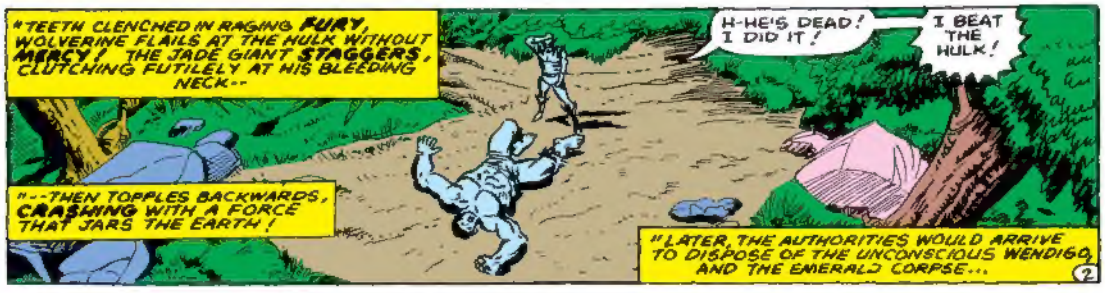

"IN YOUR REALITY, WOLVERINE FIRST ATTACKED THE WENDIGO! AS THE MAN-EATING CREATURE FELL, THE DAGGER-CLAWED MUTANT THEN TURNED HIS ATTENTION TO THE EMERALD BEHEMOTH.
STAY STILL, LITTLE MAN... SO HULK CAN SMASH!
CRIPES! COLLARIN' THE HULK'S GONNA BE HARDER'N I THOUGHT! MY RETRACTABLE CLAWS AIN'T DOIN' BEANS AGAINST HIS THICK GREEN HIDE!


THE FOREST ROCKED WITH THE DIN OF BATTLE AS BOTH COMBATANTS FOUGHT TO A VIRTUAL STAND-OFF...WOLVERINE'S SPEED COUNTERING THE HULK'S INCREDIBLE STRENGTH!
BUT IN THE HEAT OF COMBAT, A MULTITUDE OF EMOTIONS AND IMPULSES FLARE UP INSIDE THE DIMINUTIVE MUTANT'S BRAIN. AND, IN ONE CRUCIAL INSTANT, WOLVERINE REFUSES TO ACCEPT A DRAW, EQUATING IT WITH DEFEAT.
AND SO, THE MOMENT WOLVERINE DECIDES TO DELIBERATELY DISOBEY HIS ORDERS--TO KILL THE HULK, NOT CAPTURE HIM--A NEW REALITY DIVERGES INTO BEING!
ALRIGHT, HULK... YA PUSHED ME TA THE FLAMIN' LIMIT! NOW WE PLAY BY NEW RULES!

THAT HURT, HUH? I FIGURED YER NECK'S YER WEAK LINK... AN' I WAS RIGHT!

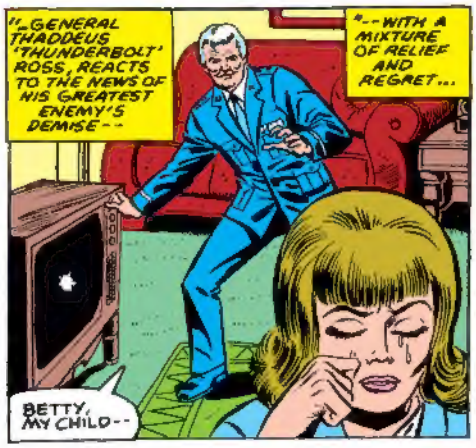
GOTTA KEEP HAMMERIN' AWAY--
--RIPPIN' INTO YER THROAT!

EITHER YOU FALL OR I DO!
MY MONEY'S ON YOU!

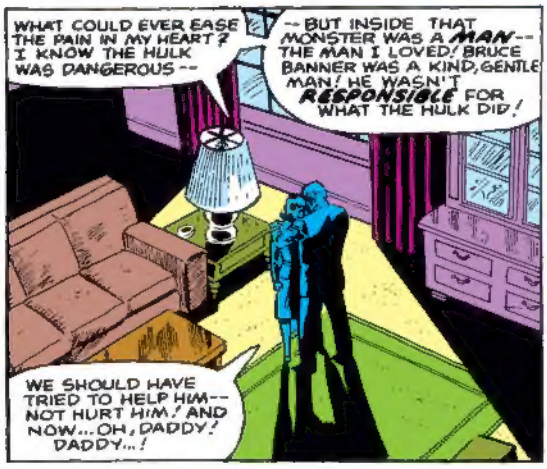

"TEETH CLENCHED IN RAGING FURY, WOLVERINE FLAILS AT THE HULK WITHOUT MERCY! THE JADE GIANT STAGGERS, CLUTCHING FUTILELY AT HIS BLEEDING NECK--
"--THEN TOPPLES BACKWARDS, CRASHING WITH A FORCE THAT JARS THE EARTH!
H-HE'S DEAD! I DID IT!
I BEAT THE HULK!
"LATER, THE AUTHORITIES WOULD ARRIVE TO DISPOSE OF THE UNCONSCIOUS WENDIGO, AND THE EMERALD CORPSE...

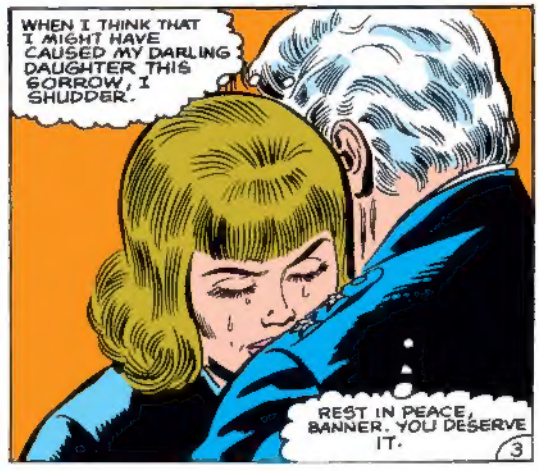
"SOON, A STUNNED WORLD LEARNS OF THE HULK'S UNTIMELY DEMISE!
REPORTS OF THE HULK'S DEATH WERE CONFIRMED TODAY BY THIS SATELLITE PHOTO JUST RELEASED FROM NASA!
THE QUESTION EVERYONE IS ASKING IS: WHO OR WHAT SLEW THE GREEN GOLIATH?

"WHILE, AT THE HULKBUSTER BASE, A SPRAWLING NEW MEXICAN FORTRESS DESIGNED TO CAPTURE AND CONTAIN THE HULK...


"...GENERAL THADDEUS 'THUNDERBOLT' ROSS, REACTS TO THE NEWS OF HIS GREATEST ENEMY'S DEMISE--
"--WITH A MIXTURE OF RELIEF AND REGRET...
BETTY, MY CHILD--

--I KNOW THERE'S NOTHING I CAN SAY TO CHANGE WHAT HAS HAPPENED BUT...
BUT WHAT, FATHER?

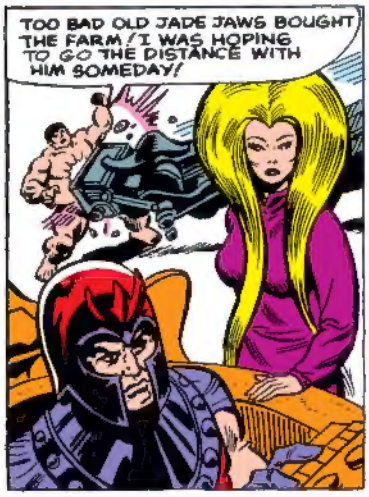

WHAT COULD EVER EASE THE PAIN IN MY HEART? I KNOW THE HULK WAS DANGEROUS--
--BUT INSIDE THAT MONSTER WAS A MAN--THE MAN I LOVED! BRUCE BANNER WAS A KIND, GENTLE MAN! HE WASN'T RESPONSIBLE FOR WHAT THE HULK DID!
WE SHOULD HAVE TRIED TO HELP HIM--NOT HURT HIM! AND NOW...OH, DADDY! DADDY...!

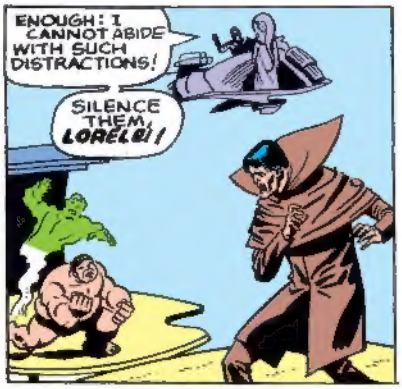

WHEN I THINK THAT I MIGHT HAVE CAUSED MY DARLING DAUGHTER THIS SORROW, I SHUDDER.
REST IN PEACE, BANNER. YOU DESERVE IT.

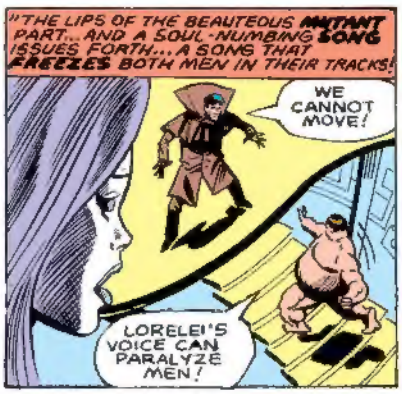
"MEANWHILE, MANY HUNDREDS OF MILES AWAY, IN THE SECRET LAIR OF THE BROTHERHOOD OF EVIL MUTANTS--MAGNETO, THE UNDISPUTED MASTER OF MAGNETISM, PONDERS THE LATEST NEWS...

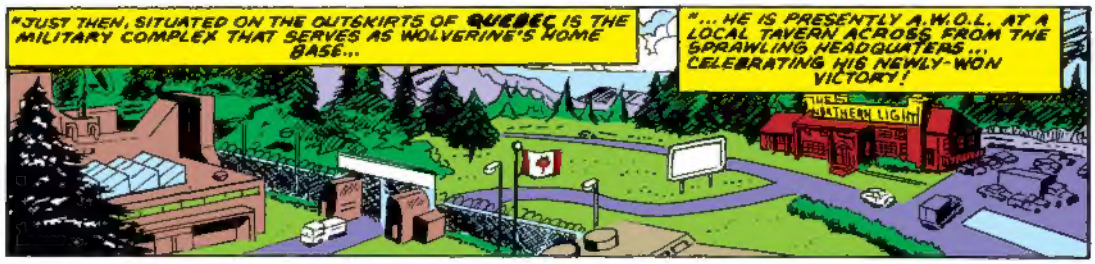
THIS CAN ONLY BE THE HANDIWORK OF HOMO SUPERIOR! ONLY A MUTANT MUCH LIKE OURSELVES COULD HAVE DESTROYED THE HULK!

"PRESENT ALSO ARE: MASTERMIND, THE LORD OF ILLUSION--THE SIREN LORELEI--THE UNMOVABLE BLOB--AND UNUS, THE UNTOUCHABLE...

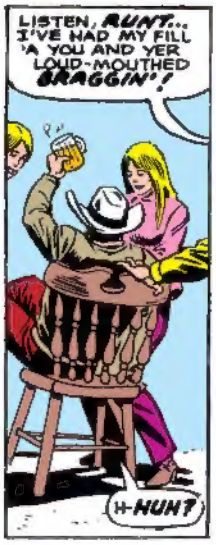




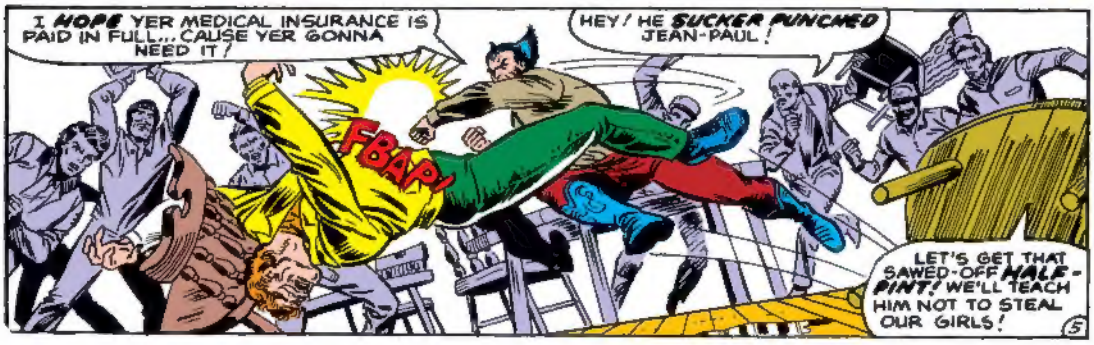

"JUST THEN, SITUATED ON THE OUTSKIRTS OF QUEBEC IS THE MILITARY COMPLEX THAT SERVES AS WOLVERINE'S HOME BASE...
"... HE IS PRESENTLY A.W.O.L. AT A LOCAL TAVERN ACROSS FROM THE SPRAWLING HEADQUARTERS... CELEBRATING HIS NEWLY-WON VICTORY!
THE NORTHERN LIGHT

ANOTHER ROUND 'O BREWS FER ME'N MY LADY-FRIENDS!
GOSH, LOGAN! WE HAVEN'T HAD THIS MUCH FUN IN AGES!
TELL US AGAIN HOW STRONG YOU ARE!


LISTEN, RUNT... I'VE HAD MY FILL 'A YOU AND YER LOUD-MOUTHED BRAGGIN'!
H-HUH?

YOU AIN'T SHUT YOUR YAP SINCE YOU GOT HERE!
SO I'LL SHUT IT FOR YOU!

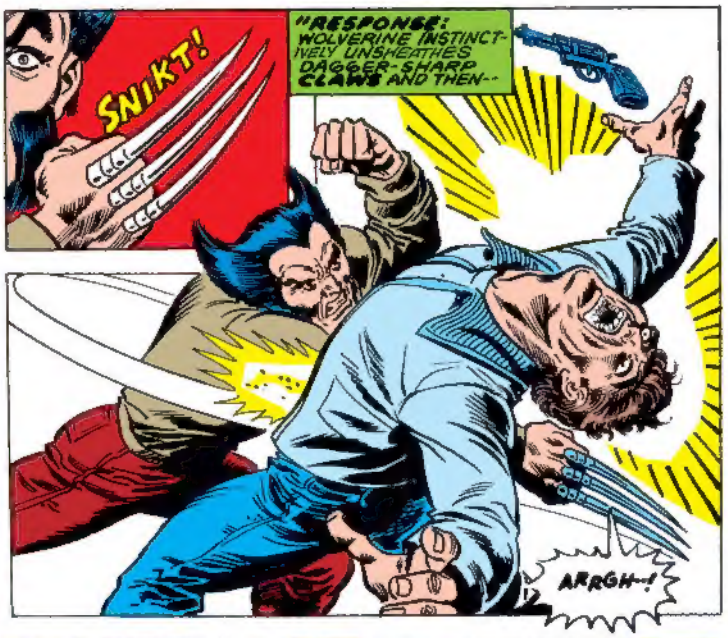
THAT WAS A MISTAKE, BUB... A BIG ONE!


I HOPE YER MEDICAL INSURANCE IS PAID IN FULL... CAUSE YER GONNA NEED IT!
HEY! HE SUCKER PUNCHED JEAN-PAUL!
FBAP!
LET'S GET THAT SAWED-OFF HALF-PINT! WE'LL TEACH HIM NOT TO STEAL OUR GIRLS!

COME AND GET ME, BOYS!

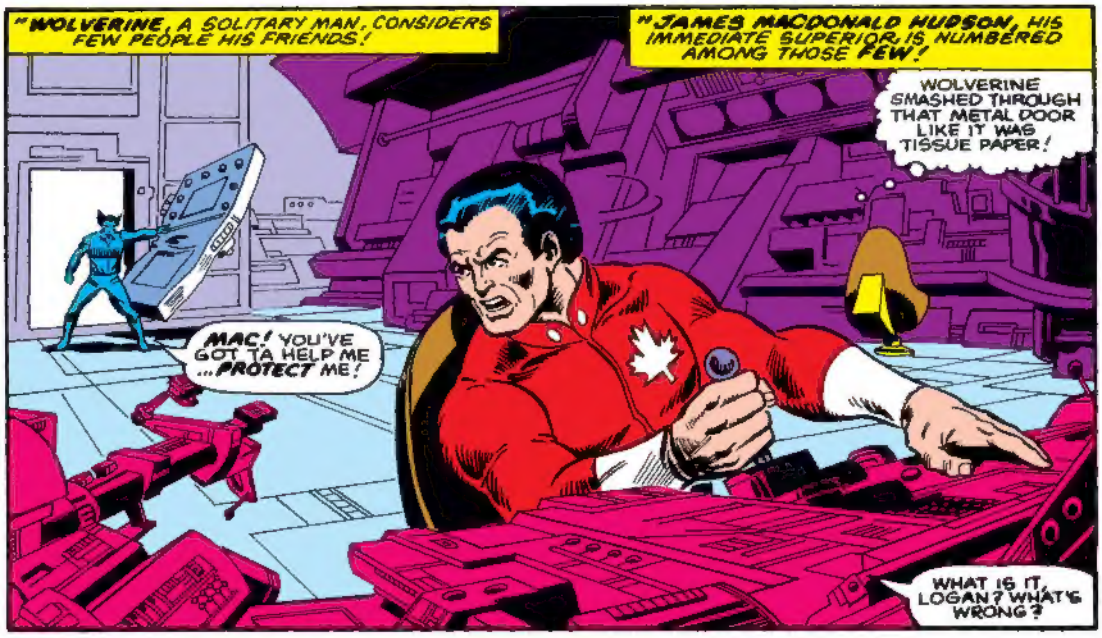
THERE'S NOTHIN' I LIKE BETTER'N A LITTLE GOOD-NATURED ROUGH-HOUSIN'!
WHAT'S 'A MATTER, HUH? I AIN'T EVEN WORKIN' UP A SWEAT!

FREEZE, MISTER! YOU MAY FIGHT LIKE A DEVIL-- BUT EVEN YOU AIN'T BULLET-PROOF!
"STIMULUS: A DRAWN GUN...


SNIKT!
"RESPONSE: WOLVERINE INSTINCTIVELY UNSHEATHES DAGGER-SHARP CLAWS AND THEN--
ARRGH--!

D-DID YOU SEE THAT? HE... HE SKEWERED McKENZIE!
W-WHAT'VE I DONE? I LASHED OUT... WITHOUT THINKING!
I KILLED A CIVILIAN!

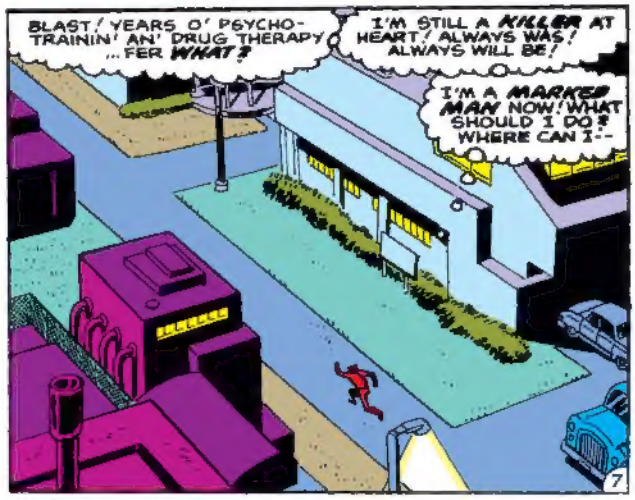
GOTTA GET BACK TA BASE! HUDSON'LL KNOW WHAT TA DO!


"WOLVERINE, A SOLITARY MAN, CONSIDERS FEW PEOPLE HIS FRIENDS!
"JAMES MACDONALD HUDSON, HIS IMMEDIATE SUPERIOR, IS NUMBERED AMONG THOSE FEW!
WOLVERINE SMASHED THROUGH THAT METAL DOOR LIKE IT WAS TISSUE PAPER!
MAC! YOU'VE GOT TA HELP ME ...PROTECT ME!
WHAT IS IT, LOGAN? WHAT'S WRONG?

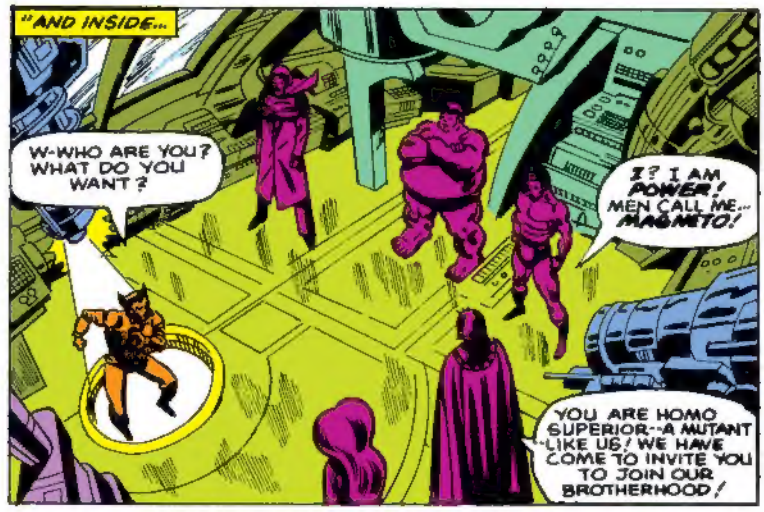
"QUICKLY, WOLVERINE EXPLAINS THE SITUATION, THEN...
YOU'VE KILLED BEFORE--BUT ONLY ON GOVERNMENT-SANCTIONED MISSIONS! THIS IS ANOTHER MATTER ENTIRELY!
WHAT'RE YA SAYING?

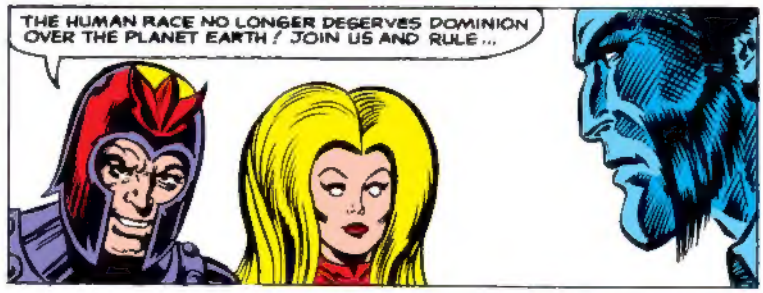
WE'LL HAVE TO DEAL WITH THIS THROUGH THE CIVILIAN JUDICIAL SYSTEM... THE COURTS! BUT WE'LL SPARE NO EXPENSE IN YOUR DEFENSE! UNDERSTAND?
I UNDERSTAND, ALL RIGHT!

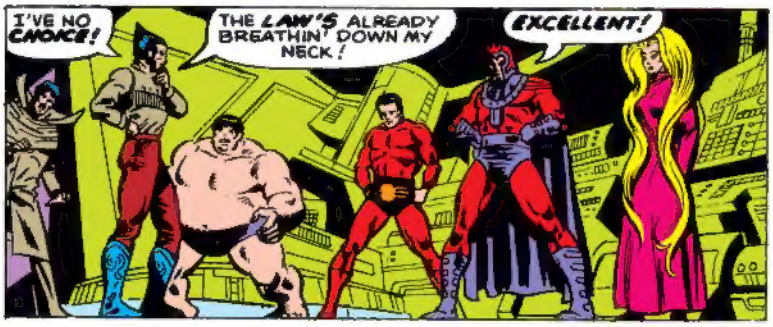
I SWEAT BLOOD FER THE MILITARY... DOIN' THEIR DIRTY JOBS--
--AN WHEN I COME BEGGIN' FER HELP, YA THROW ME TA THE WOLVES!
NO WAY, HUDSON! HEAR ME? NO WAY!


BLAST! YEARS O' PSYCHO-TRAININ' AN' DRUG THERAPY ... FER WHAT?
I'M STILL A KILLER AT HEART! ALWAYS WAS! ALWAYS WILL BE!
I'M A MARKED MAN NOW! WHAT SHOULD I DO? WHERE CAN I--

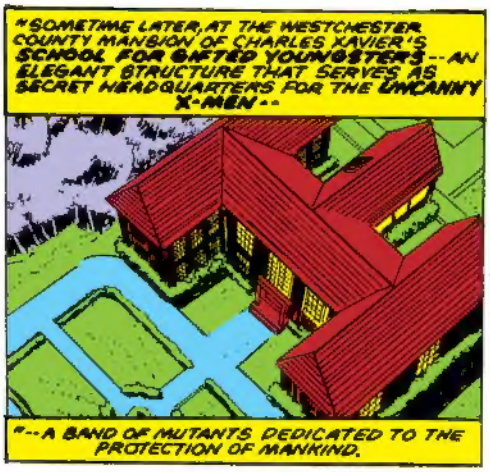
--HIDE?!?
CRIPES! SOME KINDA BEAM... SUDDENLY STRUCK ME AND IS LIFTIN' ME THROUGH THE AIR TO THAT SILENTLY HOVERIN' SHIP! BUT WHY--?

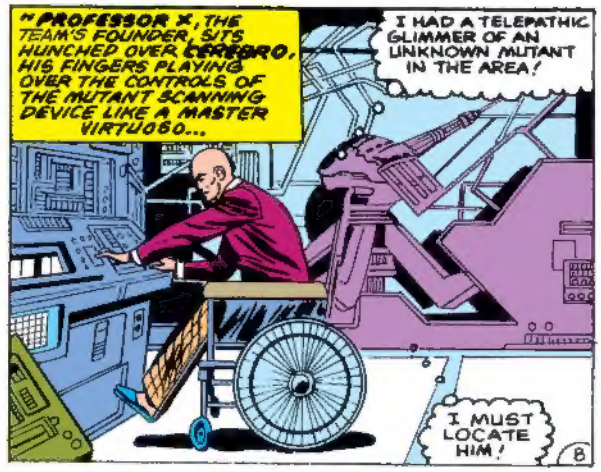

"AND INSIDE...
W-WHO ARE YOU? WHAT DO YOU WANT?
I? I AM POWER! MEN CALL ME... MAGNETO!
YOU ARE HOMO SUPERIOR--A MUTANT LIKE US! WE HAVE COME TO INVITE YOU TO JOIN OUR BROTHERHOOD!

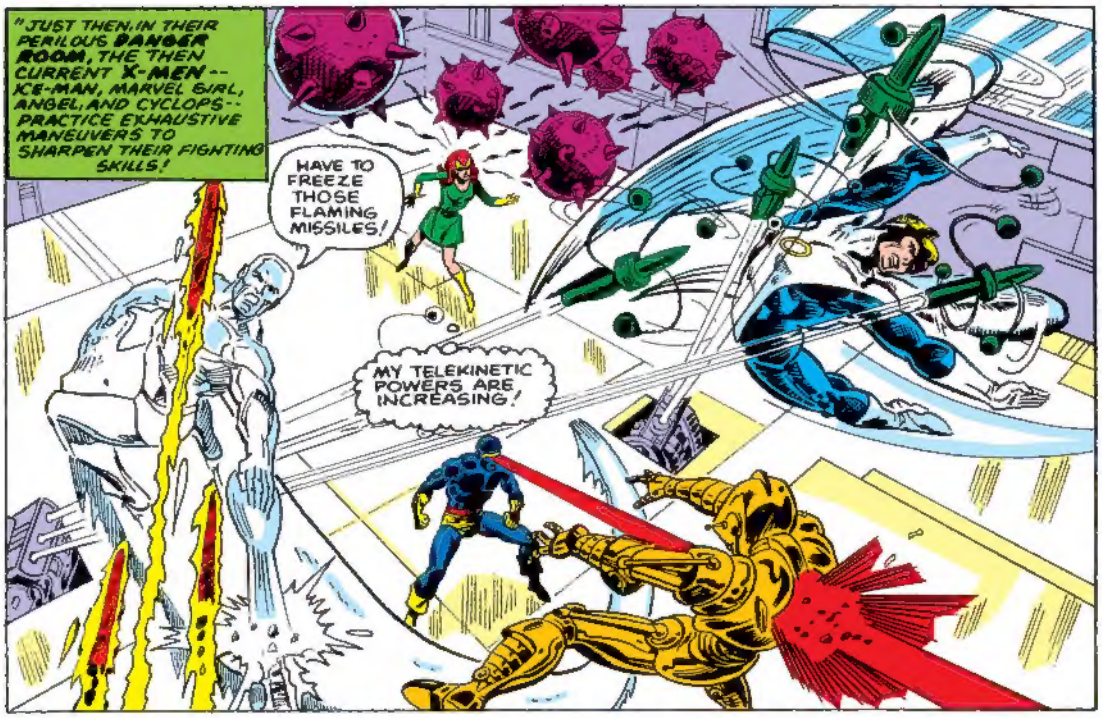

THE HUMAN RACE NO LONGER DEGERVES DOMINION OVER THE PLANET EARTH! JOIN US AND RULE...

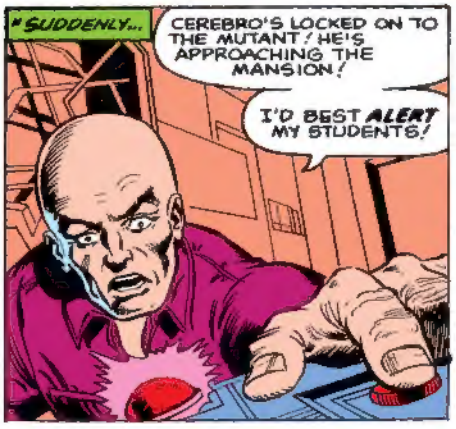

I'VE NO CHOICE!
THE LAW'S ALREADY BREATHIN' DOWN MY NECK!
EXCELLENT!

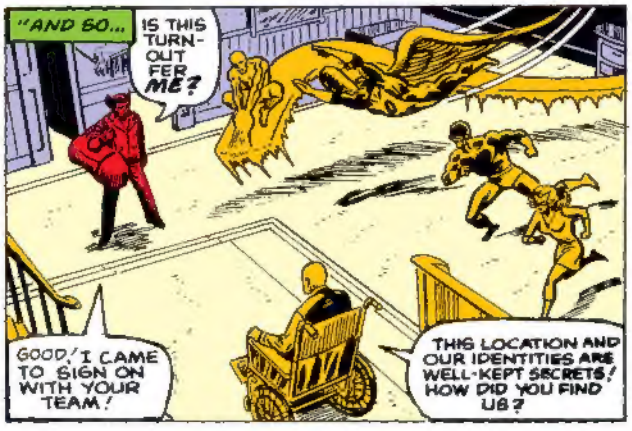
AND NOW, TO BUSINESS...


"SOMETIME LATER, AT THE WESTCHESTER COUNTY MANSION OF CHARLES XAVIER'S SCHOOL FOR GIFTED YOUNGSTERS--AN ELEGANT STRUCTURE THAT SERVES AS SECRET HEADQUARTERS FOR THE UNCANNY X-MEN--
"--A BAND OF MUTANTS DEDICATED TO THE PROTECTION OF MANKIND.


"PROFESSOR X, THE TEAM'S FOUNDER, SITS HUNCHED OVER CEREBRO, HIS FINGERS PLAYING OVER THE CONTROLS OF THE MUTANT SCANNING DEVICE LIKE A MASTER VIRTUOSO...
I HAD A TELEPATHIC GLIMMER OF AN UNKNOWN MUTANT IN THE AREA!
I MUST LOCATE HIM!

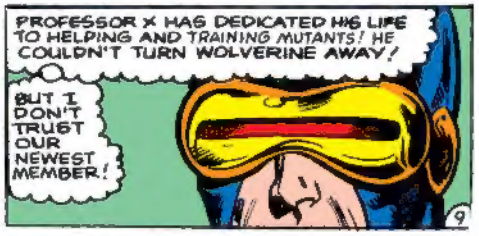

"JUST THEN, IN THEIR PERILOUS DANGER ROOM, THE THEN CURRENT X-MEN -- ICE-MAN, MARVEL GIRL, ANGEL, AND CYCLOPS -- PRACTICE EXHAUSTIVE MANEUVERS TO SHARPEN THEIR FIGHTING SKILLS!
HAVE TO FREEZE THOSE FLAMING MISSILES!
MY TELEKINETIC POWERS ARE INCREASING!


"SUDDENLY...
CEREBRO'S LOCKED ON TO THE MUTANT! HE'S APPROACHING THE MANSION!
I'D BEST ALERT MY STUDENTS!


"AND SO...
IS THIS TURN-OUT FOR ME?
GOOD! I CAME TO SIGN ON WITH YOUR TEAM!
THIS LOCATION AND OUR IDENTITIES ARE WELL-KEPT SECRETS! HOW DID YOU FIND US?

MUTANTS HAVE A DISTINCTIVE SCENT! IT WAS A PIECE O' CAKE TO TRACK YA DOWN!
THE CANADIAN GOVERNMENT CLAMPED A SECURITY LID ON MY TUSSLE WITH THE LAW! AND BALDY CAN'T READ MY MIND THANKS TO A TELEPATHIC SCRAMBLER MAGNETO GAVE ME!
I AM CONVINCED YOU ARE A TRUE MUTANT! AND, THUS, I MUST--

--WELCOME YOU TO THE X-MEN!


PROFESSOR X HAS DEDICATED HIS LIFE TO HELPING AND TRAINING MUTANTS! HE COULDN'T TURN WOLVERINE AWAY!
BUT I DON'T TRUST OUR NEWEST MEMBER!

"IN THE DAYS AND WEEKS THAT FOLLOW, WOLVERINE BECOMES AN INTEGRAL PART OF THE TEAM—BATTLING SUCH MENACES AS THE MUTANT-SLAYING SENTINELS...

MARVEL GIRL DELAYED THAT ROBOT LONG ENOUGH FOR CYCLOPS TO NAIL IT WITH AN OPTIC-BLAST!

GOOD FOR THEM, ANGEL! JUST MAKE SURE YOU DON'T DROP ME UNTIL WE'RE IN POSITION!

ICEMAN'S ACTING AS OUR *DECOY*! I'LL DROP YOU ON THAT SENTINEL'S BACK, FELLA!

MAGNETO TOLD ME TO GAIN THE TRUST OF THE X-MEN! THAT MEANS I'VE GOTTA HELP 'EM *TRASH* THESE MUTANT-HATIN' MACHINES!

YAAAHH!

I KNEW THIS TIN-PLATED BOZO COULDN'T *STAND UP* TA MY UNBREAKABLE ADAMANTIUM CLAWS!

UH-OH! ONE'S COMING UP BEHIND ME!

DON'T WORRY, WOLVERINE! ICEMAN AND I CAN PLUG ITS FINGER CANNONS!

"MUCH LATER...

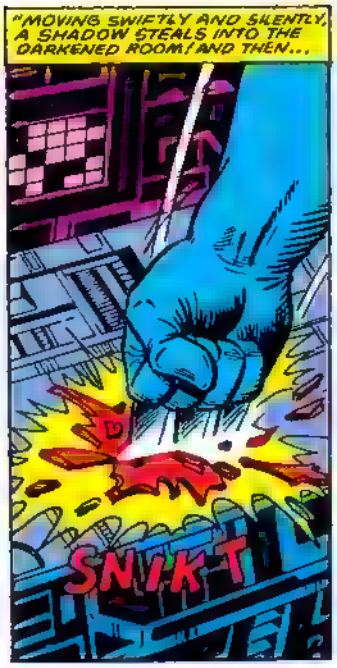
WE BEAT THEM --THANKS TO TEAMWORK!

WE MIGHT HAVE LOST OUR NEWEST MEMBER IF NOT FOR YOU TWO!

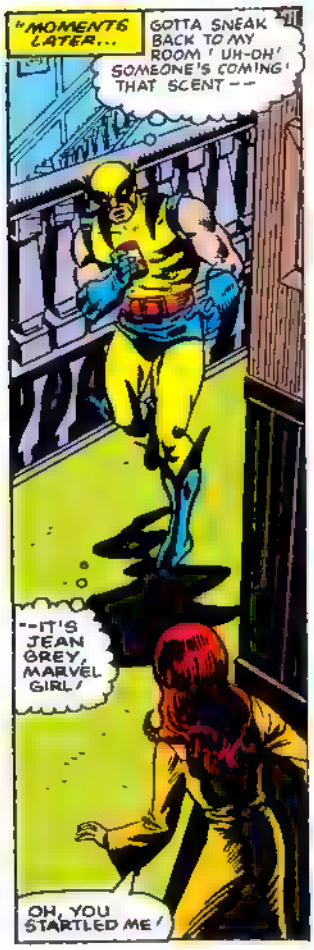
SHUCKS! WOLVIE IS ONE OF THE FAMILY!

*HOW?* HOW CAN I BETRAY THE X-MEN NOW?

"BUT, THAT NIGHT...
THIS IS THE ROOM WHICH HOUSES CEREBRO!


"MOVING SWIFTLY AND SILENTLY, A SHADOW STEALS INTO THE DARKENED ROOM! AND THEN...
SNIKT

XAVIER HAD CEREBRO RIGGED WITH A PROXIMITY FUSE SET TO HOWL IF MAGNETO AND HIS BUNCH EVER CAME WITHIN RANGE! BUT MY ADAMANTIUM CLAWS PUT AN END TO THAT!
THE X-MEN SAVED MY SKIN TODAY! I DON'T LIKE THE IDEA OF BETRAYING THEM--BUT I'M ALREADY COMMITTED!

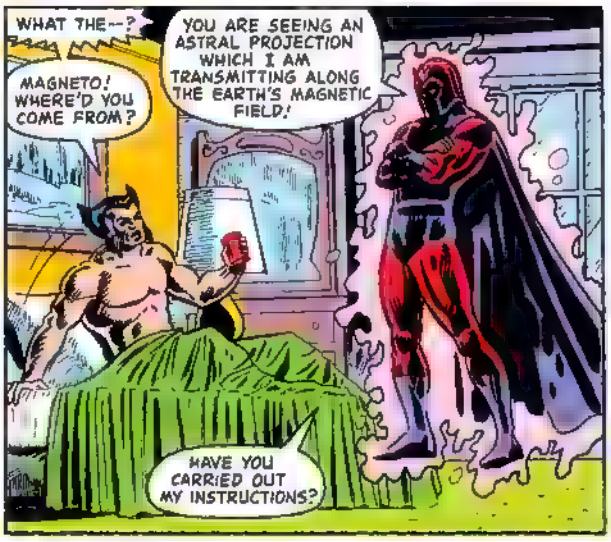

"MOMENTS LATER...
GOTTA SNEAK BACK TO MY ROOM! UH-OH! SOMEONE'S COMING! THAT SCENT--
--IT'S JEAN GREY, MARVEL GIRL!
OH, YOU STARTLED ME!

SORRY, JEANNIE! I COULDN'T SLEEP... SO I WENT DOWNSTAIRS TO GRAB ME A BREW!
ER... ABOUT EARLIER... I STILL HAVEN'T THANKED YOU FOR...
...SAVING YOUR LIFE? FORGET IT--IT COMES WITH THE UNIFORM!

BY THE WAY, I WISH YOU'D DO SOMETHING ABOUT THAT MASK OF YOURS!
IT MAKES YOU LOOK SO FIERCE, SO BRUTAL... AND YOU'RE AMONG FRIENDS HERE!
WELL... GOODNIGHT!
G'NIGHT!

YEAH, I'M WITH FRIENDS, ALL RIGHT...
...AN' THAT'S JUST THE TROUBLE!

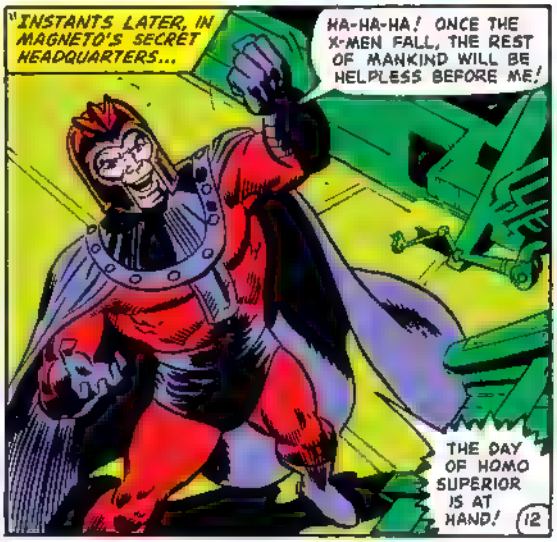
JEANNIE'S A CLASSY LADY... BUT I CAN SENSE A WILD, UNCONTROLLABLE SIDE TO HER... WHICH SHE KEEPS UNDER WRAPS!
SOMETIMES I THINK SHE COULD BE THE WOMAN I'VE SPENT MY WHOLE LIFE LOOKING FOR...


WHAT THE--?
MAGNETO! WHERE'D YOU COME FROM?
YOU ARE SEEING AN ASTRAL PROJECTION WHICH I AM TRANSMITTING ALONG THE EARTH'S MAGNETIC FIELD!
HAVE YOU CARRIED OUT MY INSTRUCTIONS?

YEAH! CEREBRO'S BEEN DISCONNECTED... BUT THERE'S BEEN A SLIGHT CHANGE OF PLANS!
JEAN GREY GOES FREE-- OR THE DEAL'S OFF!

HOW DARE YOU PRESUME TO DICTATE TERMS TO ME?
I COULD CRUSH YOU WITH THE MEREST THOUGHT!

DON'T BET ON IT, BUB!
I WON'T LET YOU HURT THAT GIRL!
FOOL! I HAVE NO DESIRE TO INJURE ANY FELLOW MUTANT! I WISH ONLY TO CAPTURE THE X-MEN, AND CONVINCE THEM TO JOIN ME IN MY WAR AGAINST HUMANITY!


INSTANTS LATER, IN MAGNETO'S SECRET HEADQUARTERS...
HA-HA-HA! ONCE THE X-MEN FALL, THE REST OF MANKIND WILL BE HELPLESS BEFORE ME!
THE DAY OF HOMO SUPERIOR IS AT HAND!

"EARLY THE NEXT MORNING, THE X-MEN ASSEMBLE IN THE DANGER ROOM UNDER THE EVER-WATCHFUL EYES OF PROFESSOR XAVIER...

THESE DAILY WORKOUTS ARE A FLAMIN' WASTE OF TIME!

JEANNIE'S HANGING AROUND CYCLOPS AGAIN! WHAT DOES SHE SEE IN HIM?

THIS EXERCISE WILL HELP ME TO ACHIEVE GREATER CONTROL OVER MY OPTIC POWERS!

THERE! I'VE NARROWED THE FOCUS OF MY BEAM! NOW WATCH...

OH, SCOTT! YOU CARVED MY NAME IN THAT BLOCK OF REINFORCED STEEL!

ER...I WAS HOPING YOU'D BE PLEASED!

Crash

"AT THAT MOMENT...

WHAT THE--?

HI, TROOPS! HOPE I'M NOT INTRUDIN'!

WOLVERINE, THAT WAS RUDE!

SCOTT AND I WERE TALKING.

I JUST WANTED TO SHOW YOU THAT I TOOK YOUR ADVICE... AND REDESIGNED MY MASK! MAYBE LATER WE COULD... EH?

WHAT?! SOMETHING'S WRONG!

A RUMBLING SOUND IS COMING FROM BEHIND THAT WALL!

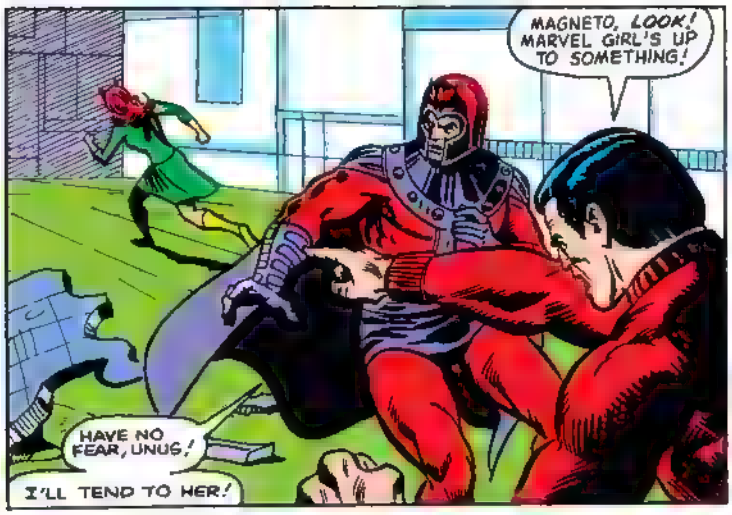
"THEN, EVEN BEFORE ANOTHER WORD CAN BE SPOKEN, OR A MOVE CAN BE MADE...

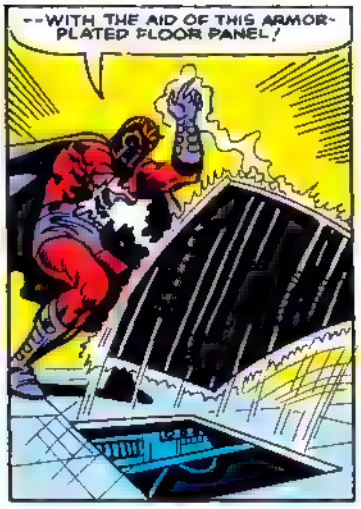
KA-BLOOM

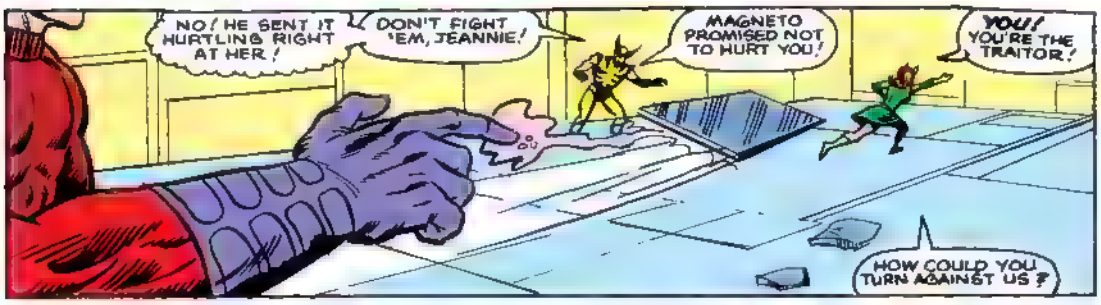
WE'RE UNDER ATTACK!

WHO WOULD DARE--?

HOW FITTING THAT THE HAPLESS X-MEN SHOULD GREET ME ON THEIR KNEES!
SOON THE ENTIRE WORLD SHALL FOLLOW SUIT!
MAGNETO! I SHOULD HAVE GUESSED!
SHOCKWAVE LEFT ME DAZED! HAVE TO BUY TIME TILL THE OTHERS CAN PULL THEMSELVES TOGETHER!
CEREBRO SHOULD HAVE WARNED US! HOW DID YOU GET THROUGH OUR DEFENSES?
SABOTAGE, MY YOUTHFUL ADVERSARY... BUT THIS IS NO TIME FOR IDLE BANTER!
SING, LORELEI! SING!
FOLLOWING HER MASTER'S COMMAND, THE BLOND-TRESSED SIREN USES HER HYPNOTIC VOICE TO IMMOBILIZE THE MALE X-MEN--
--ALL SAVE WOLVERINE WHO IS EQUIPPED WITH A SPECIAL SET OF EARPLUGS!
SCOTT AND THE OTHERS HAVE BEEN BEWITCHED-- BUT LORELEI'S VOICE ISN'T AFFECTING ME!
SHOULD I TACKLE HER--OR DEAL WITH THE GREATER THREAT--MAGNETO HIMSELF?!?
MEANWHILE...
SUNNS MY OWN SPEAKER SYSTEM IS PIPING LORELEI'S MIND-NUMBING VOICE INTO THE CONTROL ROOM!
MUST CONCENTRATE-- AND CONTACT MARVEL GIRL TELEPATHICALLY!
JEAN! YOU MUST ACTIVATE THE DANGER ROOM'S EMERGENCY ALARM-- TO DROWN OUT LORELEI'S SIREN-SONG!
I HEAR YOU, PROFESSOR!


MAGNETO, LOOK! MARVEL GIRL'S UP TO SOMETHING!
HAVE NO FEAR, UNUS!
I'LL TEND TO HER!


--WITH THE AID OF THIS ARMOR-PLATED FLOOR PANEL!

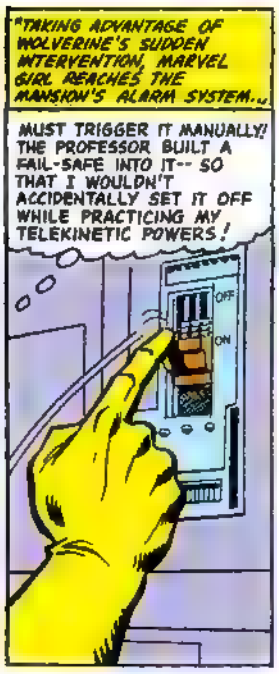

NO! HE SENT IT HURTLING RIGHT AT HER!
DON'T FIGHT 'EM, JEANNIE!
MAGNETO PROMISED NOT TO HURT YOU!
YOU! YOU'RE THE TRAITOR!
HOW COULD YOU TURN AGAINST US?

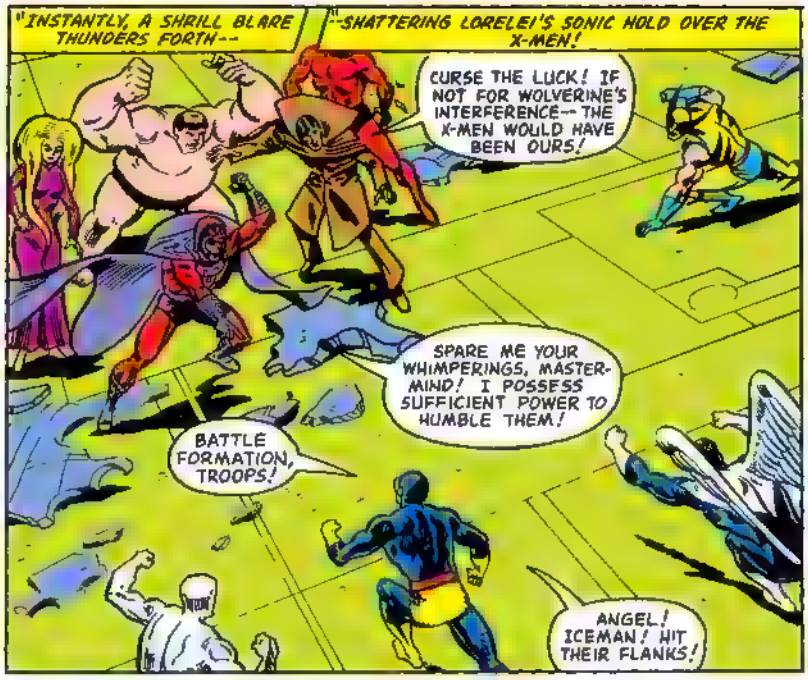
I'VE BEEN ASKING MYSELF THAT SAME QUESTION!
WAIT! THAT DECK PANEL'S PICKING UP SPEED... AND JEANNIE CAN'T SEE IT COMING!

MAGNETO AIN'T PLANNING ON SNARIN' HER WITH IT / HE'S GONNA KILL 'ER!

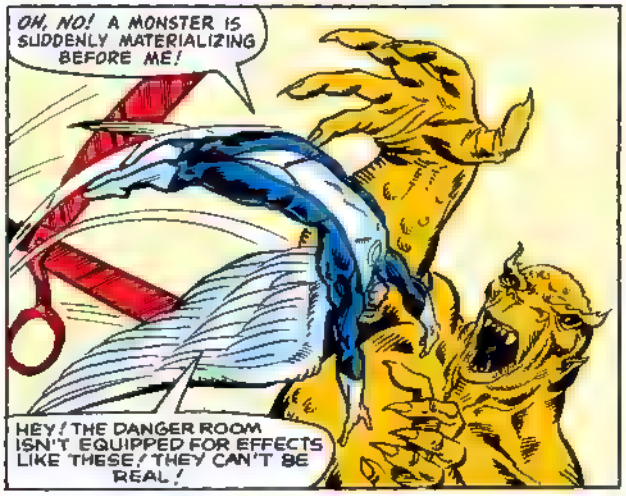
SHE HASN'T GOT A CHANCE--

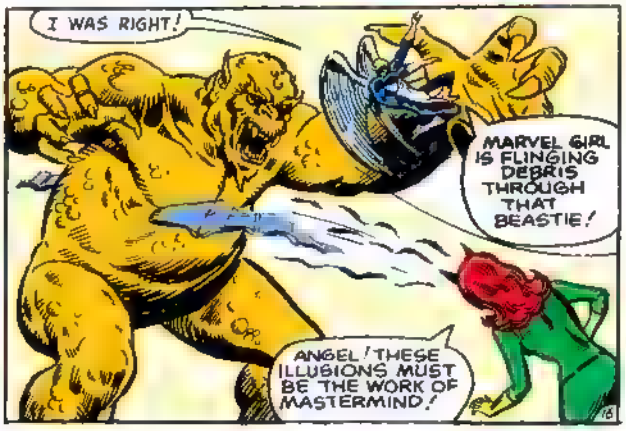
--UNLESS I RUN INTERFERENCE FOR HER! ARRGH!
WOLVERINE SAVED ME!
KWUNK!
HE DELIBERATELY THREW HIMSELF INTO THE PATH OF THAT MISSILE!

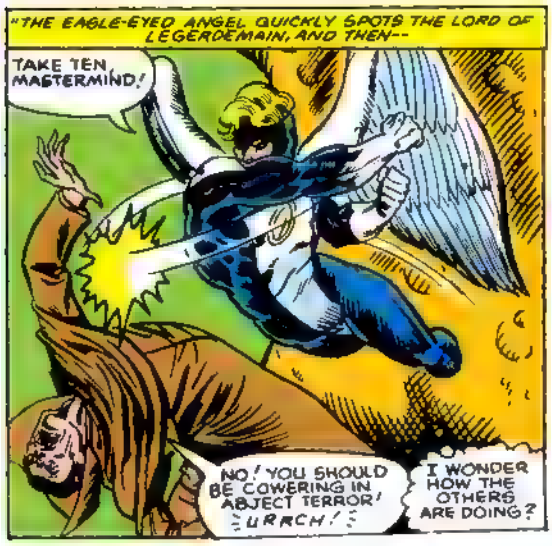

"TAKING ADVANTAGE OF WOLVERINE'S SUDDEN INTERVENTION, MARVEL GIRL REACHES THE MANSION'S ALARM SYSTEM...
MUST TRIGGER IT MANUALLY! THE PROFESSOR BUILT A FAIL-SAFE INTO IT-- SO THAT I WOULDN'T ACCIDENTALLY SET IT OFF WHILE PRACTICING MY TELEKINETIC POWERS!
OFF
ON

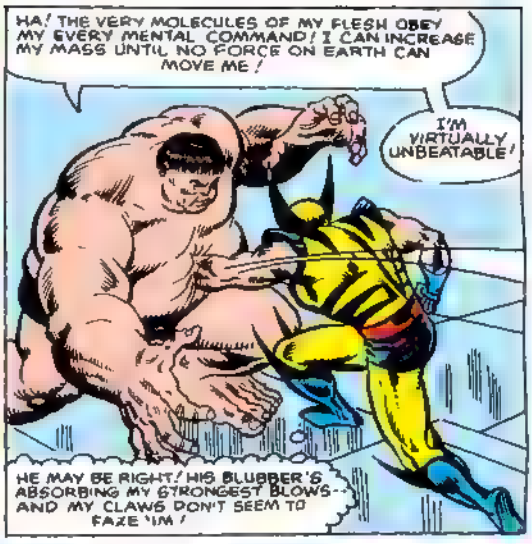

"INSTANTLY, A SHRILL BLARE THUNDERS FORTH--
--SHATTERING LORELEI'S SONIC HOLD OVER THE X-MEN!
CURSE THE LUCK! IF NOT FOR WOLVERINE'S INTERFERENCE-- THE X-MEN WOULD HAVE BEEN OURS!
SPARE ME YOUR WHIMPERINGS, MASTER-MIND! I POSSESS SUFFICIENT POWER TO HUMBLE THEM!
BATTLE FORMATION, TROOPS!
ANGEL! ICEMAN! HIT THEIR FLANKS!

"BUT THEN, EVEN AS THE HIGH-FLYING ANGEL ENTERS THE FRAY...
STILL A LITTLE DAZED!
EE-YOW! WHERE'D THIS GIANT PAIR OF SCISSORS COME FROM?
HAVE TO AVOID THEIR RAZOR-SHARP BLADES OR THEY'LL CLIP MY WINGS!


OH, NO! A MONSTER IS SUDDENLY MATERIALIZING BEFORE ME!
HEY! THE DANGER ROOM ISN'T EQUIPPED FOR EFFECTS LIKE THESE! THEY CAN'T BE REAL!

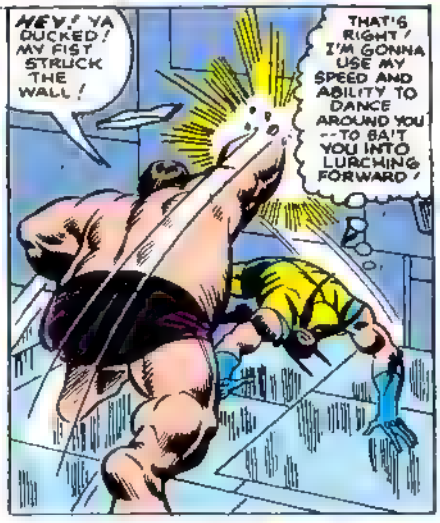

I WAS RIGHT!
MARVEL GIRL IS FLINGING DEBRIS THROUGH THAT BEASTIE!
ANGEL! THESE ILLUSIONS MUST BE THE WORK OF MASTERMIND!

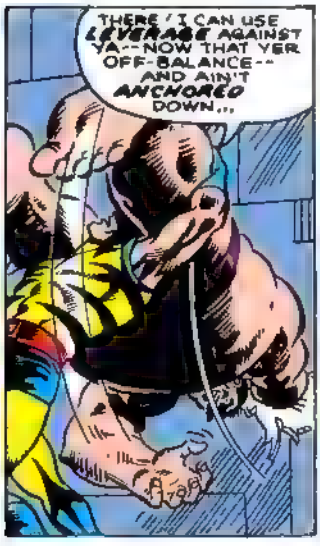

"THE EAGLE-EYED ANGEL QUICKLY SPOTS THE LORD OF LEGERDEMAIN, AND THEN--
TAKE TEN, MASTERMIND!
NO! YOU SHOULD BE COWERING IN ABJECT TERROR! :URRCH!:
I WONDER HOW THE OTHERS ARE DOING?

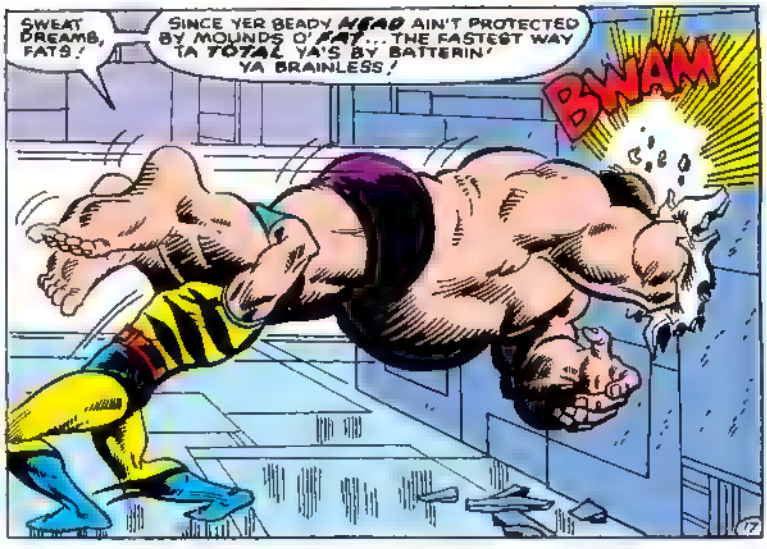

HA! THE VERY MOLECULES OF MY FLESH OBEY MY EVERY MENTAL COMMAND! I CAN INCREASE MY MASS UNTIL NO FORCE ON EARTH CAN MOVE ME!
I'M VIRTUALLY UNBEATABLE!
HE MAY BE RIGHT! HIS BLUBBER'S ABSORBING MY STRONGEST BLOWS-- AND MY CLAWS DON'T SEEM TO FAZE 'IM!

NO ONE CAN DEFEAT THE BLOB!
UNNH--! HAVEN'T BEEN SLUGGED THAT HARD SINCE I FOUGHT THE HULK!

BUT I'M BETTING JELLY-BELLY CAN'T DO HIS DENSITY BIT WHEN HE AIN'T ROOTED DOWN TO THE FLOOR!


HEY! YA DUCKED! MY FIST STRUCK THE WALL!
THAT'S RIGHT! I'M GONNA USE MY SPEED AND ABILITY TO DANCE AROUND YOU --TO BAIT YOU INTO LURCHING FORWARD!

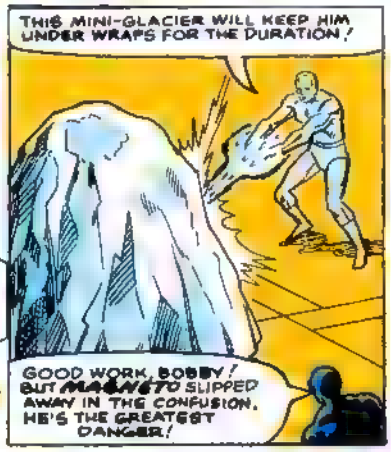

THERE! I CAN USE LEVERAGE AGAINST YA--NOW THAT YER OFF-BALANCE-- AND AIN'T ANCHORED DOWN...

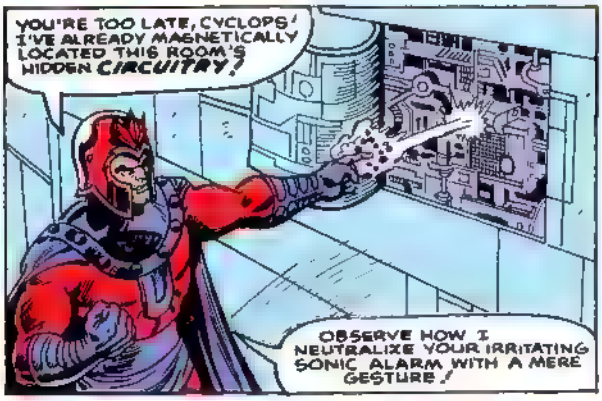

SWEAT DREAMS, FATS!
SINCE YER BEADY HEAD AIN'T PROTECTED BY MOUNDS O' FAT... THE FASTEST WAY TA TOTAL YA'S BY BATTERIN' YA BRAINLESS!
BWAM

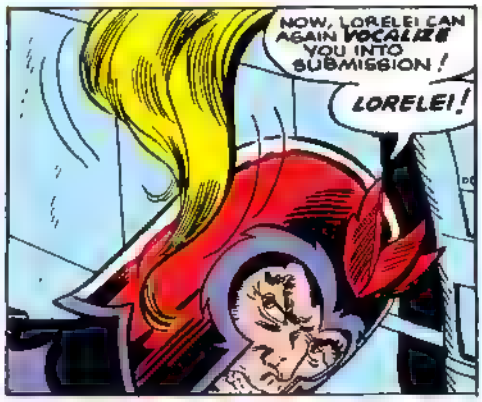
"AND ON ANOTHER FRONT OF THE BATTLE...
FOOL! AN ICE PIKE CAN NOT HARM... UNUS THE UNTOUCHABLE !!! MY MUTANT AURA PROTECTS ME FROM ALL HARM!
ICEMAN! I'VE A PLAN...!

FORGET IT, CYCLOPS! YOUR EYE-BEAMS ARE USELESS AGAINST ME!
DIRECTLY, PERHAPS THEY ARE...

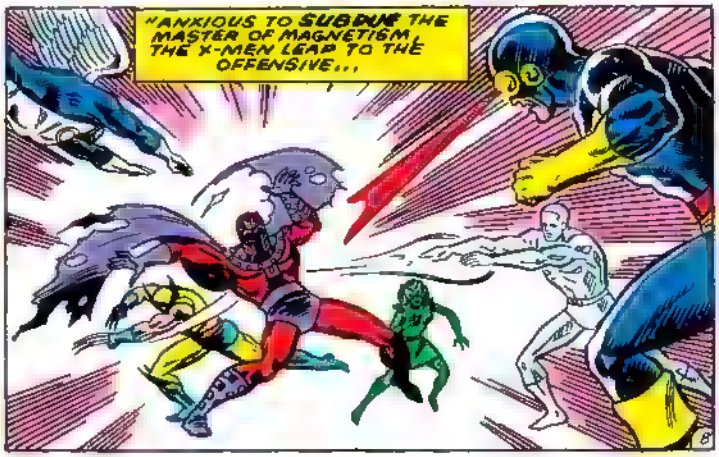
...BUT WHAT ABOUT THE FLOOR BELOW YOU?
N-NO! I'M FALL-ING--!

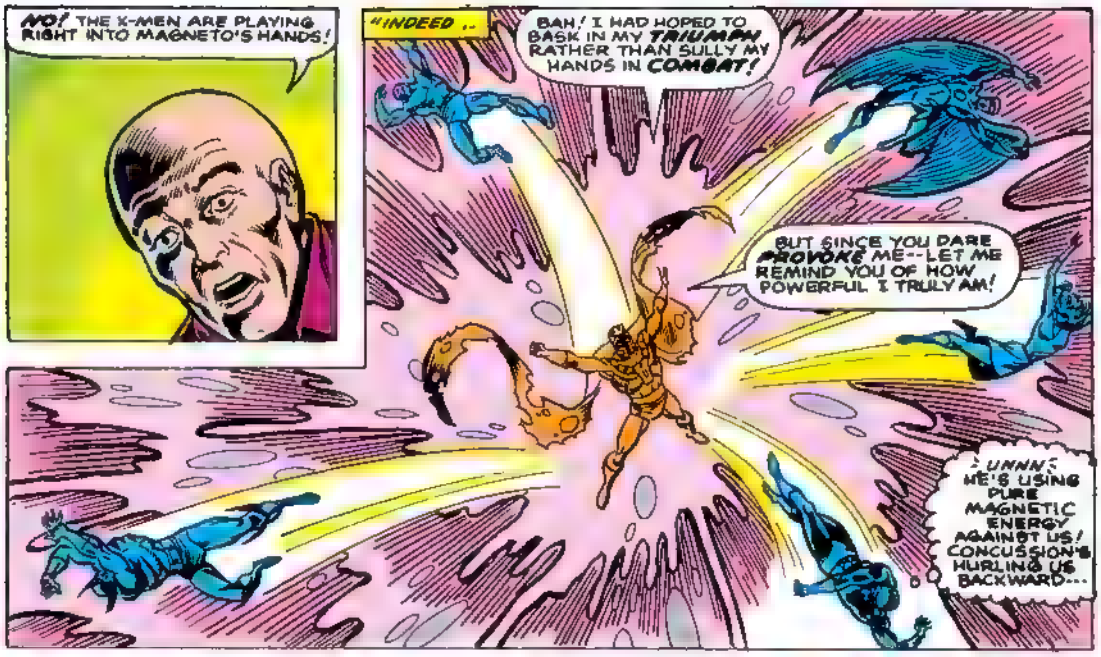

THIS MINI-GLACIER WILL KEEP HIM UNDER WRAPS FOR THE DURATION!
GOOD WORK, BOBBY! BUT MAGNETO SLIPPED AWAY IN THE CONFUSION. HE'S THE GREATEST DANGER!


YOU'RE TOO LATE, CYCLOPS! I'VE ALREADY MAGNETICALLY LOCATED THIS ROOM'S HIDDEN CIRCUITRY!
OBSERVE HOW I NEUTRALIZE YOUR IRRITATING SONIC ALARM WITH A MERE GESTURE!

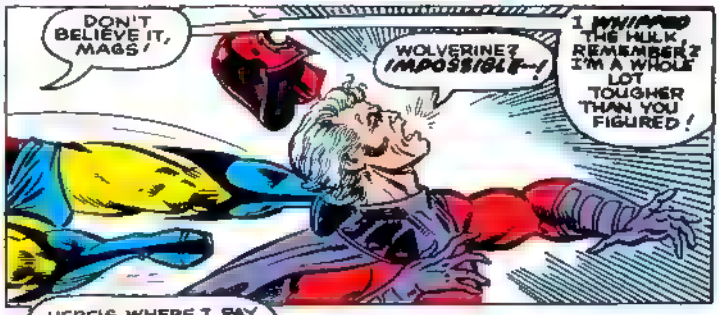

NOW, LORELEI CAN AGAIN VOCALIZE YOU INTO SUBMISSION!
LORELEI!

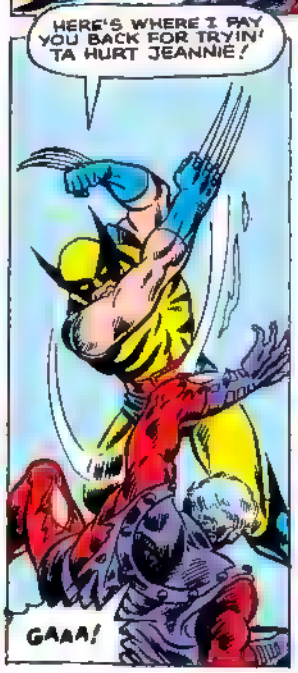
SHE CAN'T ANSWER, MAGNETO! SHE'S A LITTLE TIED UP AT THE MOMENT!
LORELEI--BOUND AND GAGGED WITH HER OWN HAIR!


"ANXIOUS TO SUBDUE THE MASTER OF MAGNETISM, THE X-MEN LEAP TO THE OFFENSIVE...

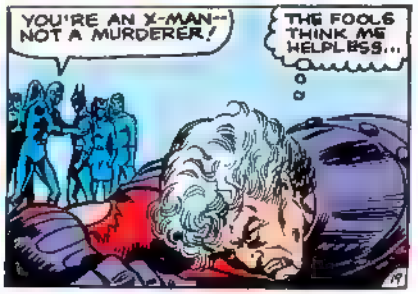

NO! THE X-MEN ARE PLAYING RIGHT INTO MAGNETO'S HANDS!
"INDEED ..
BAH! I HAD HOPED TO BASK IN MY TRIUMPH RATHER THAN SULLY MY HANDS IN COMBAT!
BUT SINCE YOU DARE PROVOKE ME--LET ME REMIND YOU OF HOW POWERFUL I TRULY AM!
UNNN! HE'S USING PURE MAGNETIC ENERGY AGAINST US! CONCUSSION'S HURLING US BACKWARD...

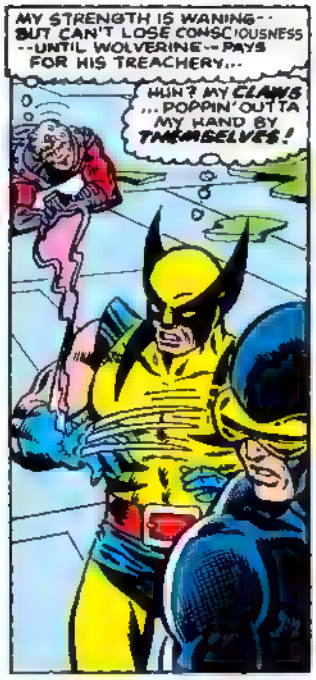
THEY HAVE BEEN RENDERED INSENSATE! BUT THE AWESOME EXPENDITURE OF ENERGY HAS LEFT ME MOMENTARILY WEAKENED...
STILL, I SHALL HAVE TIME ENOUGH TO FINISH THEM BEFORE THEY CAN AWAKEN!


DON'T BELIEVE IT, MAGS!
WOLVERINE? IMPOSSIBLE--!
I WHIPPED THE HULK, REMEMBER? I'M A WHOLE LOT TOUGHER THAN YOU FIGURED!


HERE'S WHERE I PAY YOU BACK FOR TRYIN' TA HURT JEANNIE!
GAAA!

"BUT THEN.
STOP IT, WOLVERINE! YOU'RE KILLING HIM!
SO WHAT? HE TRIED TO SKRAG US!
THAT'S NOT THE POINT!


YOU'RE AN X-MAN--NOT A MURDERER!
THE FOOLS THINK ME HELPLESS...

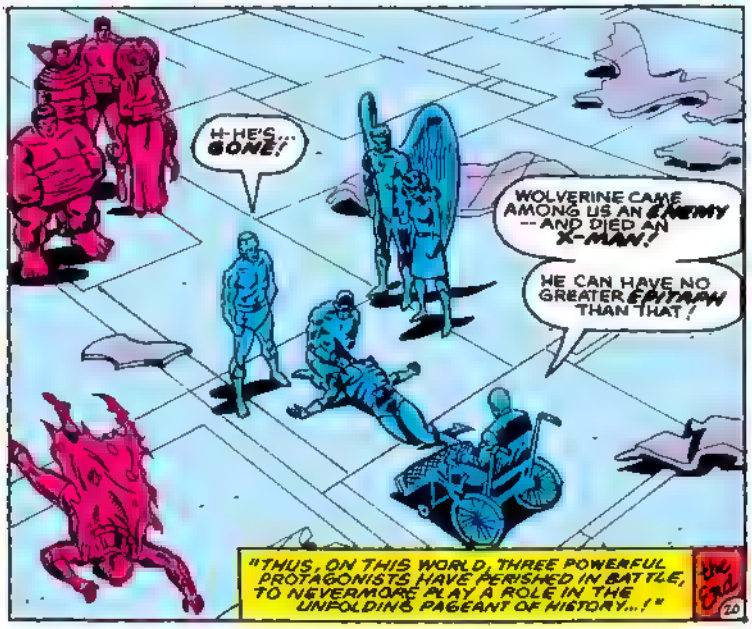

MY STRENGTH IS WANING-- BUT CAN'T LOSE CONSCIOUSNESS --UNTIL WOLVERINE--PAYS FOR HIS TREACHERY...
HUH? MY CLAWS ...POPPIN' OUT TA MY HAND BY THEMSELVES!

THIS IS MAGNETO'S DOING! HE AIN'T THROWN IN THE TOWEL YET!
H-HE'S FORCIN' ME TA IMPALE MYSELF!
GOTTA FIGHT IT! FIGHT IT!
IT'S NO USE! CAN'T HOLD BACK ANY LONGER...
YAAARGH!

I-IT ALL HAPPENED SO FAST! THERE WAS NO WAY WE COULD HELP HIM!
BWOP!

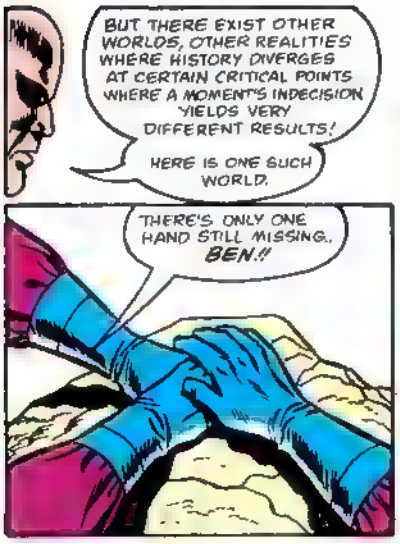
MAGNETO'S ...DEAD!
I-I KNEW LETTIN' HIM LIVE WOULD BE A MISTAKE...
PROFESSOR, ISN'T THERE ANYTHING WE CAN DO?
I'M AFRAID THAT WOLVERINE IS BEYOND HELP!

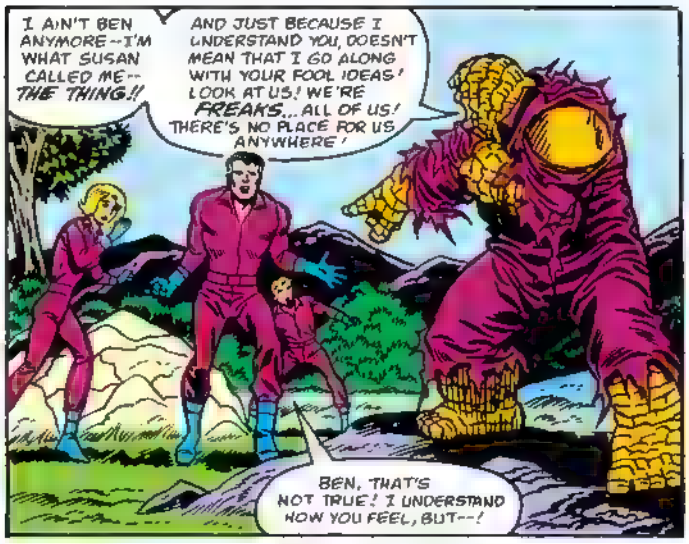
JEANNIE, IF ONLY THINGS COULD'VE WORKED OUT DIFFERENTLY ...IF ONLY... UHHHH

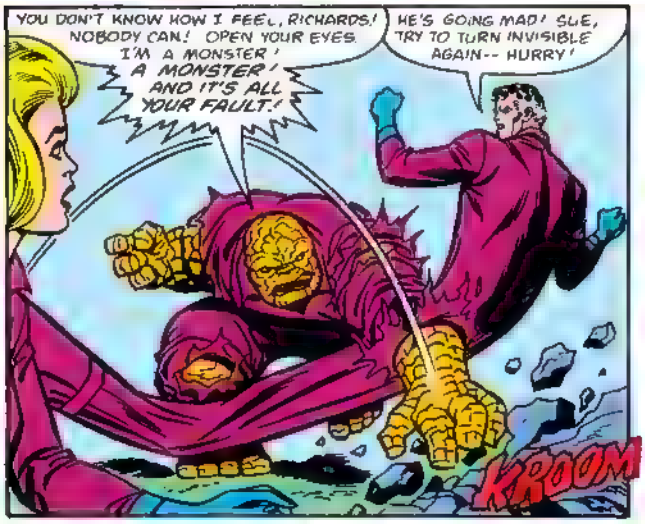

H-HE'S... GONE!
WOLVERINE CAME AMONG US AN ENEMY --AND DIED AN X-MAN!
HE CAN HAVE NO GREATER EPITAPH THAN THAT!
"THUS, ON THIS WORLD, THREE POWERFUL PROTAGONISTS HAVE PERISHED IN BATTLE, TO NEVERMORE PLAY A ROLE IN THE UNFOLDING PAGEANT OF HISTORY...!"
THE END
20

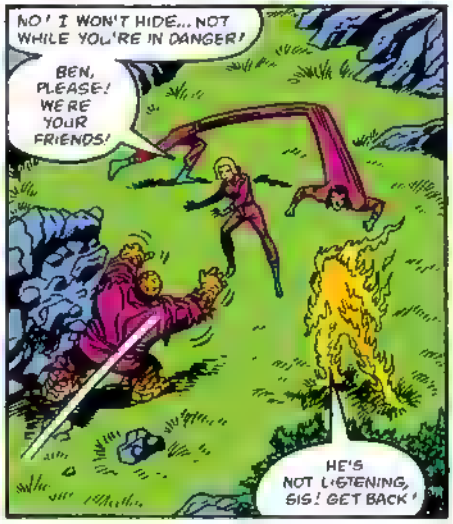
BEHOLD THE FANTASTIC FOUR! FOUR INHABITANTS OF THE PLANET EARTH WHO WERE TRANSFORMED INTO BEINGS OF INCREDIBLE POWER!
SINCE THAT FATEFUL DAY WHEN THEY GAINED THEIR POWERS, THEY HAVE BEEN A MIGHTY FORCE FOR GOOD, AND THROUGH THEIR HEROIC DEEDS THEY HAVE BECOME LEGENDS IN THEIR OWN RIGHT!
BUT WHAT IF THINGS HAD TURNED OUT DIFFERENTLY? WHAT IF THESE FOUR BOLD HEROES HAD NOT BANDED TOGETHER? WHAT EFFECT WOULD THAT HAVE HAD ON YOUR WORLD?
ONLY I KNOW FOR I AM THE WATCHER, AND MINE IS THE POWER TO SEE WHAT WAS AND WHAT MIGHT HAVE BEEN! ONLY I CAN ANSWER THE QUESTION...
...WHAT IF™
THERE WAS NO
Fantastic Four?
STAN LEE PRESENTS A TALE OF AN ALTERNATE REALITY..
ROGER STERN SCRIPTER
ALAN KUPPERBERG PENCILER
FRANK GIACOIA INKER
BASED ON A PLOT BY BILL MANTLO
JIM SHOOTER CHIEF
R PARKER, letters
B SHAREN, colors
TOM DeFALCO EDITOR

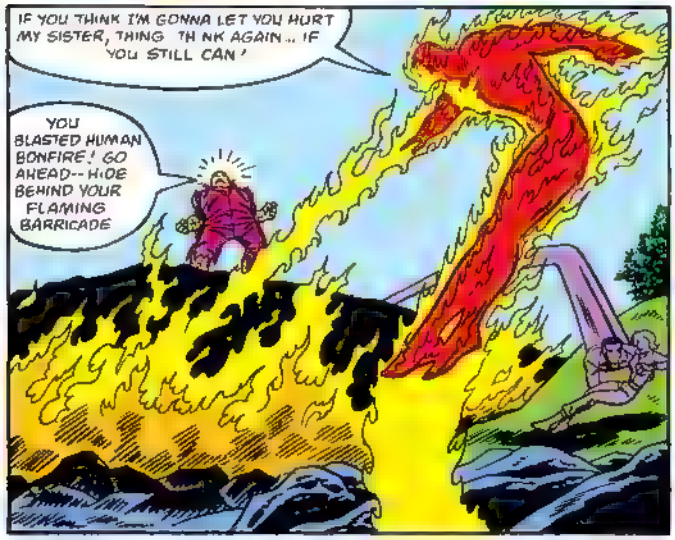
OBSERVE.. THIS WAS YOUR WORLD, JUST A FEW SHORT YEARS AGO!
"IT WAS JUST BEFORE DAWN WHEN THE FOUR CLIMBED ABOARD AN EXPERIMENTAL ROCKET WHICH THEY HOPED WOULD ENABLE THEM TO REACH THE STARS!
SPACE
"BUT THE POTENTIAL DANGERS OF THE PROTOTYPE STAR DRIVE WERE FORGOTTEN... WHEN THEIR ROCKET WAS ENGULFED IN A STORM OF MYSTERIOUS COSMIC RAYS!
"THE RADIATION PENETRATED THE TINY CRAFT AS EASILY AS LIGHT PASSES THROUGH A WINDOW!
MY HEAD!! IT--IT'S POUNDING AS THOUGH IT'S ABOUT TO BURST!
WE SHOULD HAVE WAITED--SHOULD HAVE GOTTEN HEAVIER SHIELDING!
"OVERCOME BY THE EERIE RAYS, THE FOUR FRIENDS JUST BARELY MANAGED TO RETURN TO EARTH
"BUT AS THEY CRAWLED FROM THE WRECKAGE OF THEIR SHIP, THEY FOUND THAT THEY HAD BEEN CHANGED BY THE RADIATION!
"DR REED RICHARDS' BODY HAD GAINED ASTOUNDING ELASTIC PROPERTIES. HIS FIANCÉE, SUSAN STORM, BECAME INVISIBLE! HER BROTHER, JOHNNY, WAS A LIVING HUMAN TORCH! AND AS FOR THEIR PILOT, BEN GRIMM...
HE'S TURNED INTO SOME SORT OF...OF. THING!
LISTEN TO ME, ALL OF YOU! THAT MEANS YOU TOO, BEN! TOGETHER, WE HAVE MORE POWER THAN ANY HUMANS HAVE EVER POSSESSED!
YOU DON'T HAVE TO MAKE A SPEECH, BIG SHOT! WE UNDERSTAND! WE'VE GOTTA USE THAT POWER TO HELP MANKIND, RIGHT?
"AND SO WAS BORN... THE FANTASTIC FOUR...
", AT LEAST IN YOUR REALITY!
2

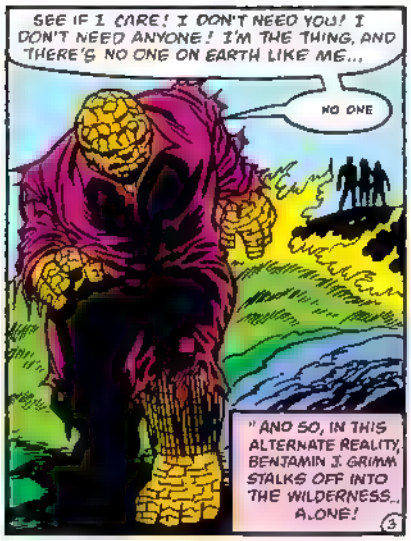

BUT THERE EXIST OTHER WORLDS, OTHER REALITIES WHERE HISTORY DIVERGES AT CERTAIN CRITICAL POINTS WHERE A MOMENT'S INDECISION YIELDS VERY DIFFERENT RESULTS!
HERE IS ONE SUCH WORLD.
THERE'S ONLY ONE HAND STILL MISSING, BEN!!

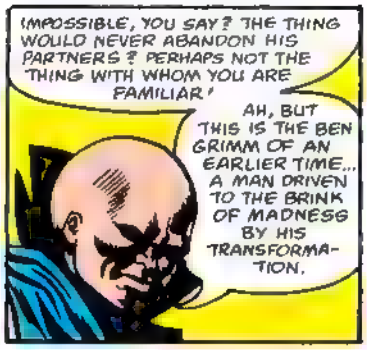

I AIN'T BEN ANYMORE--I'M WHAT SUSAN CALLED ME-- THE THING!!
AND JUST BECAUSE I UNDERSTAND YOU, DOESN'T MEAN THAT I GO ALONG WITH YOUR FOOL IDEAS! LOOK AT US! WE'RE FREAKS... ALL OF US! THERE'S NO PLACE FOR US ANYWHERE!
BEN, THAT'S NOT TRUE! I UNDERSTAND HOW YOU FEEL, BUT--!

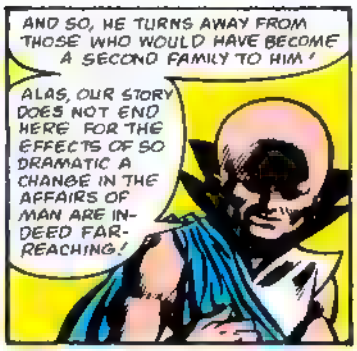

YOU DON'T KNOW HOW I FEEL, RICHARDS! NOBODY CAN! OPEN YOUR EYES. I'M A MONSTER! A MONSTER! AND IT'S ALL YOUR FAULT!
HE'S GOING MAD! SUE, TRY TO TURN INVISIBLE AGAIN-- HURRY!
KRAOM


NO! I WON'T HIDE... NOT WHILE YOU'RE IN DANGER!
BEN, PLEASE! WE'RE YOUR FRIENDS!
HE'S NOT LISTENING, SIS! GET BACK!


IF YOU THINK I'M GONNA LET YOU HURT MY SISTER, THING TH NK AGAIN... IF YOU STILL CAN!
YOU BLASTED HUMAN BONFIRE! GO AHEAD-- HIDE BEHIND YOUR FLAMING BARRICADE


SEE IF I CARE! I DON'T NEED YOU! I DON'T NEED ANYONE! I'M THE THING, AND THERE'S NO ONE ON EARTH LIKE ME...
NO ONE
"AND SO, IN THIS ALTERNATE REALITY, BENJAMIN J. GRIMM STALKS OFF INTO THE WILDERNESS... ALONE!



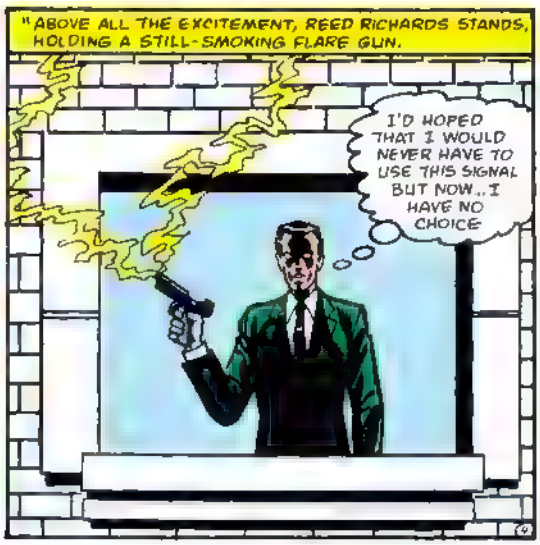



"LET US NOW SHIFT OUR GAZE TO NEW YORK CITY, A FEW MONTHS LATER

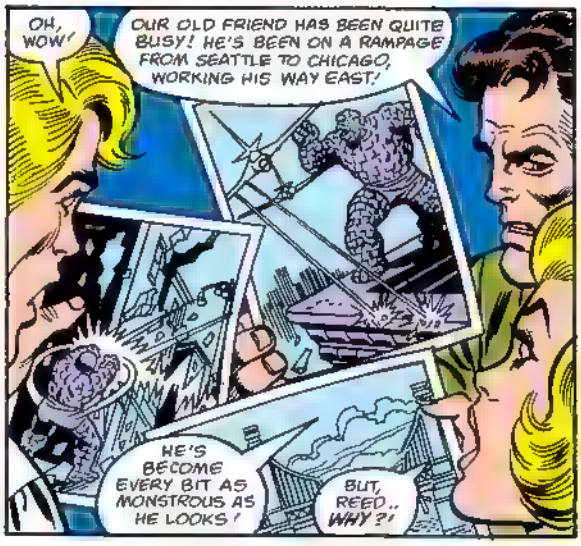
"WITH THE SUDDEN FURY OF A BOLT OF LIGHTNING, A BRILLIANT FLARE BLAZES HIGH ABOVE THE CITY STREETS--

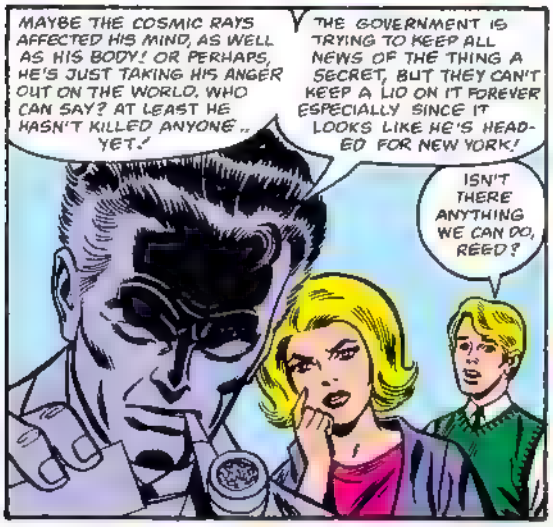
3

"--AND EVEN THE BLASÉ NATIVES OF NEW YORK CITY ARE STARTLED BY ITS MYSTERIOUS APPEARANCE!

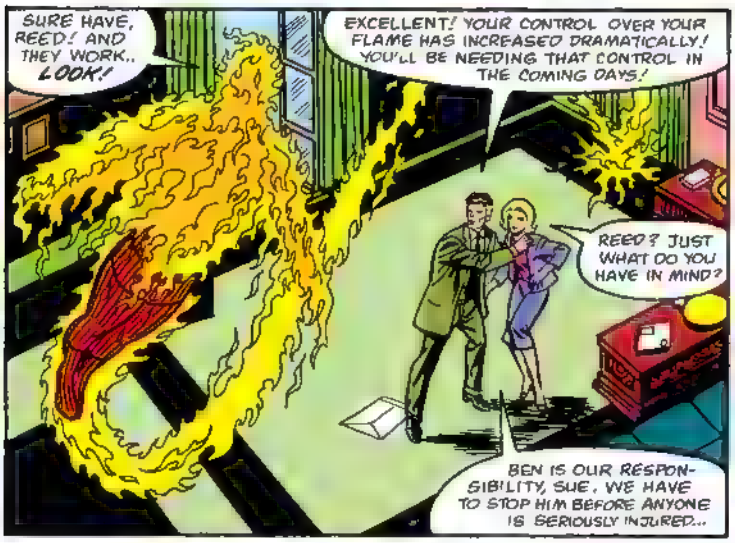


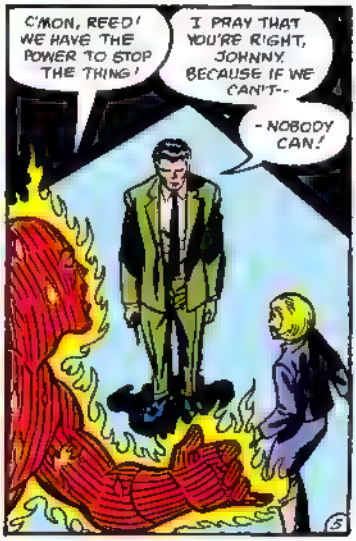
" WITHIN MINUTES.
GOT HERE AS SOON AS I COULD, REED! WHAT'S UP?
HAVE YOU GOTTEN ANY WORD ON BEN?
UNFORTUNATELY, I HAVE. TAKE A LOOK AT THESE PICTURES.

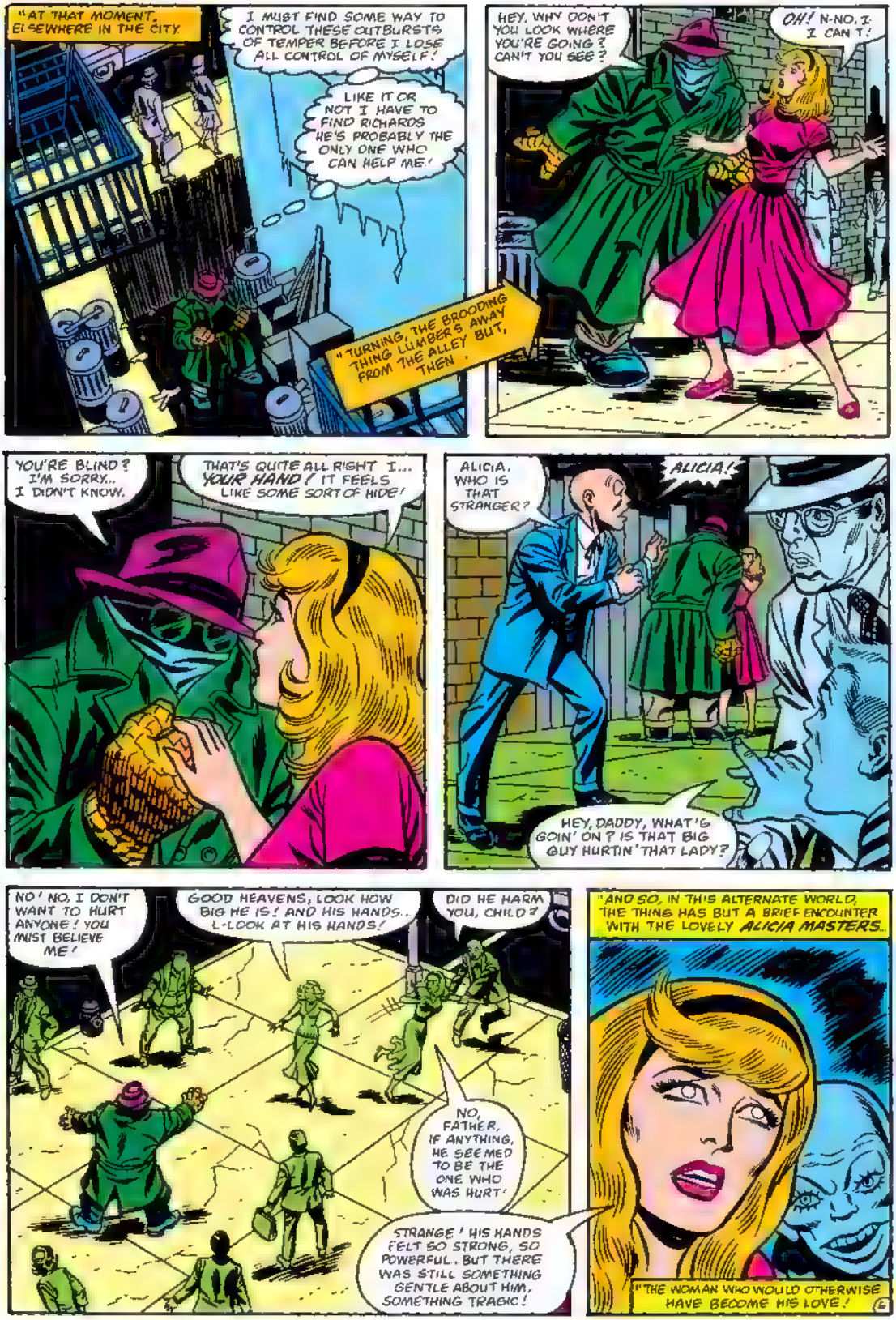

OH, WOW!
OUR OLD FRIEND HAS BEEN QUITE BUSY! HE'S BEEN ON A RAMPAGE FROM SEATTLE TO CHICAGO, WORKING HIS WAY EAST!
HE'S BECOME EVERY BIT AS MONSTROUS AS HE LOOKS!
BUT, REED.. WHY?!


MAYBE THE COSMIC RAYS AFFECTED HIS MIND, AS WELL AS HIS BODY! OR PERHAPS, HE'S JUST TAKING HIS ANGER OUT ON THE WORLD. WHO CAN SAY? AT LEAST HE HASN'T KILLED ANYONE.. YET!
THE GOVERNMENT IS TRYING TO KEEP ALL NEWS OF THE THING A SECRET, BUT THEY CAN'T KEEP A LID ON IT FOREVER ESPECIALLY SINCE IT LOOKS LIKE HE'S HEADED FOR NEW YORK!
ISN'T THERE ANYTHING WE CAN DO, REED?

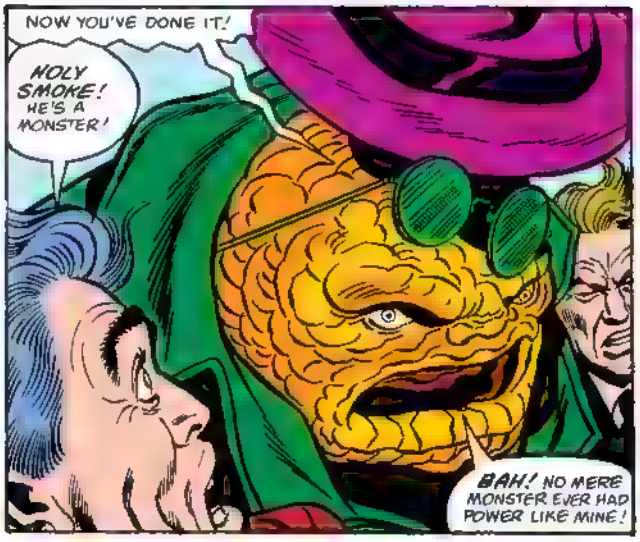
I SINCERELY HOPE SO, JOHNNY!
HAVE YOU BEEN PRACTICING THOSE EXERCISES I DEVISED FOR YOU?

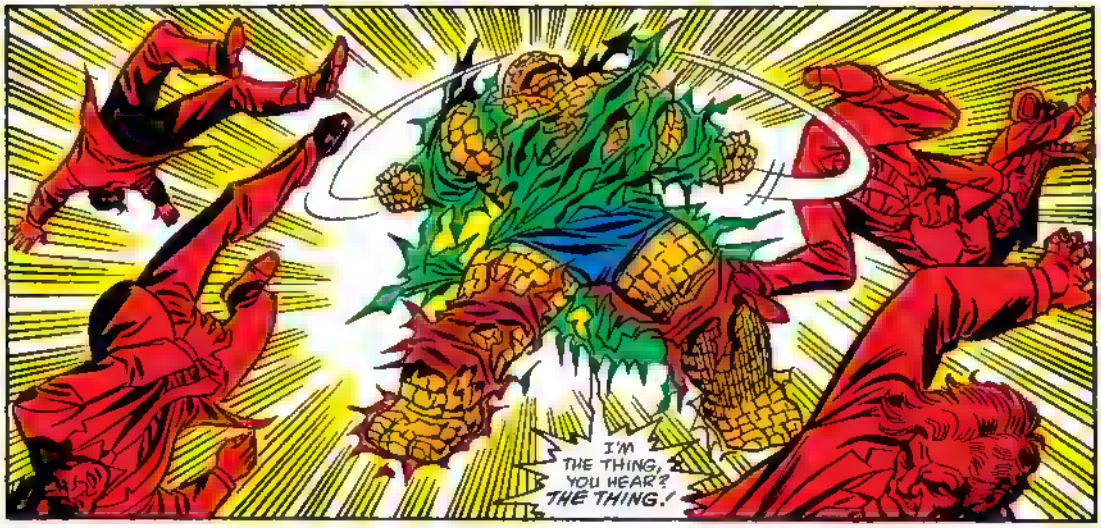

SURE HAVE, REED! AND THEY WORK.. LOOK!
EXCELLENT! YOUR CONTROL OVER YOUR FLAME HAS INCREASED DRAMATICALLY! YOU'LL BE NEEDING THAT CONTROL IN THE COMING DAYS!
REED? JUST WHAT DO YOU HAVE IN MIND?
BEN IS OUR RESPONSIBILITY, SUE. WE HAVE TO STOP HIM BEFORE ANYONE IS SERIOUSLY INJURED...

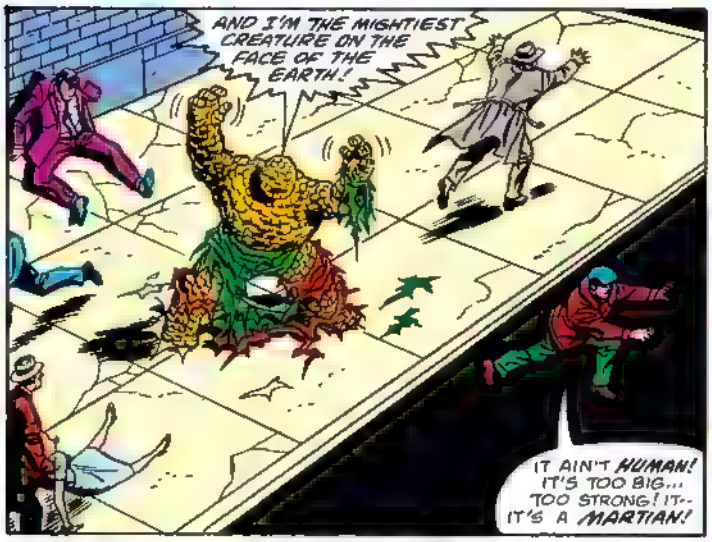

C'MON, REED! WE HAVE THE POWER TO STOP THE THING!
I PRAY THAT YOU'RE RIGHT, JOHNNY. BECAUSE IF WE CAN'T--
- NOBODY CAN!

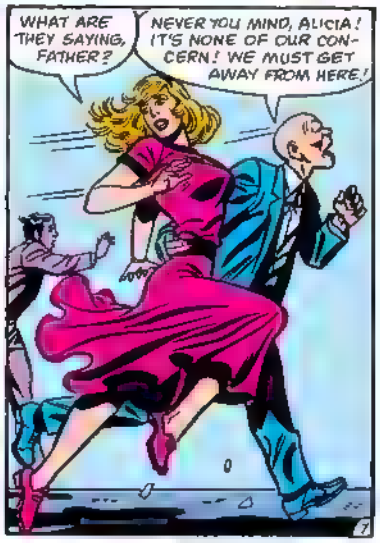

"AT THAT MOMENT, ELSEWHERE IN THE CITY.
I MUST FIND SOME WAY TO CONTROL THESE OUTBURSTS OF TEMPER BEFORE I LOSE ALL CONTROL OF MYSELF!
LIKE IT OR NOT I HAVE TO FIND RICHARDS HE'S PROBABLY THE ONLY ONE WHO CAN HELP ME!
"TURNING, THE BROODING THING LUMBERS AWAY FROM THE ALLEY BUT, THEN.
HEY, WHY DON'T YOU LOOK WHERE YOU'RE GOING? CAN'T YOU SEE?
OH! N-NO, I- I CAN'T!
YOU'RE BLIND? I'M SORRY.. I DIDN'T KNOW.
THAT'S QUITE ALL RIGHT I... YOUR HAND! IT FEELS LIKE SOME SORT OF HIDE!
ALICIA, WHO IS THAT STRANGER?
ALICIA!
HEY, DADDY, WHAT'S GOIN' ON? IS THAT BIG GUY HURTIN' THAT LADY?
NO! NO, I DON'T WANT TO HURT ANYONE! YOU MUST BELIEVE ME!
GOOD HEAVENS, LOOK HOW BIG HE IS! AND HIS HANDS.. L-LOOK AT HIS HANDS!
DID HE HARM YOU, CHILD?
NO, FATHER, IF ANYTHING, HE SEEMED TO BE THE ONE WHO WAS HURT!
STRANGE! HIS HANDS FELT SO STRONG, SO POWERFUL. BUT THERE WAS STILL SOMETHING GENTLE ABOUT HIM, SOMETHING TRAGIC!
"AND SO, IN THIS ALTERNATE WORLD, THE THING HAS BUT A BRIEF ENCOUNTER WITH THE LOVELY ALICIA MASTERS..
"THE WOMAN WHO WOULD OTHERWISE HAVE BECOME HIS LOVE!

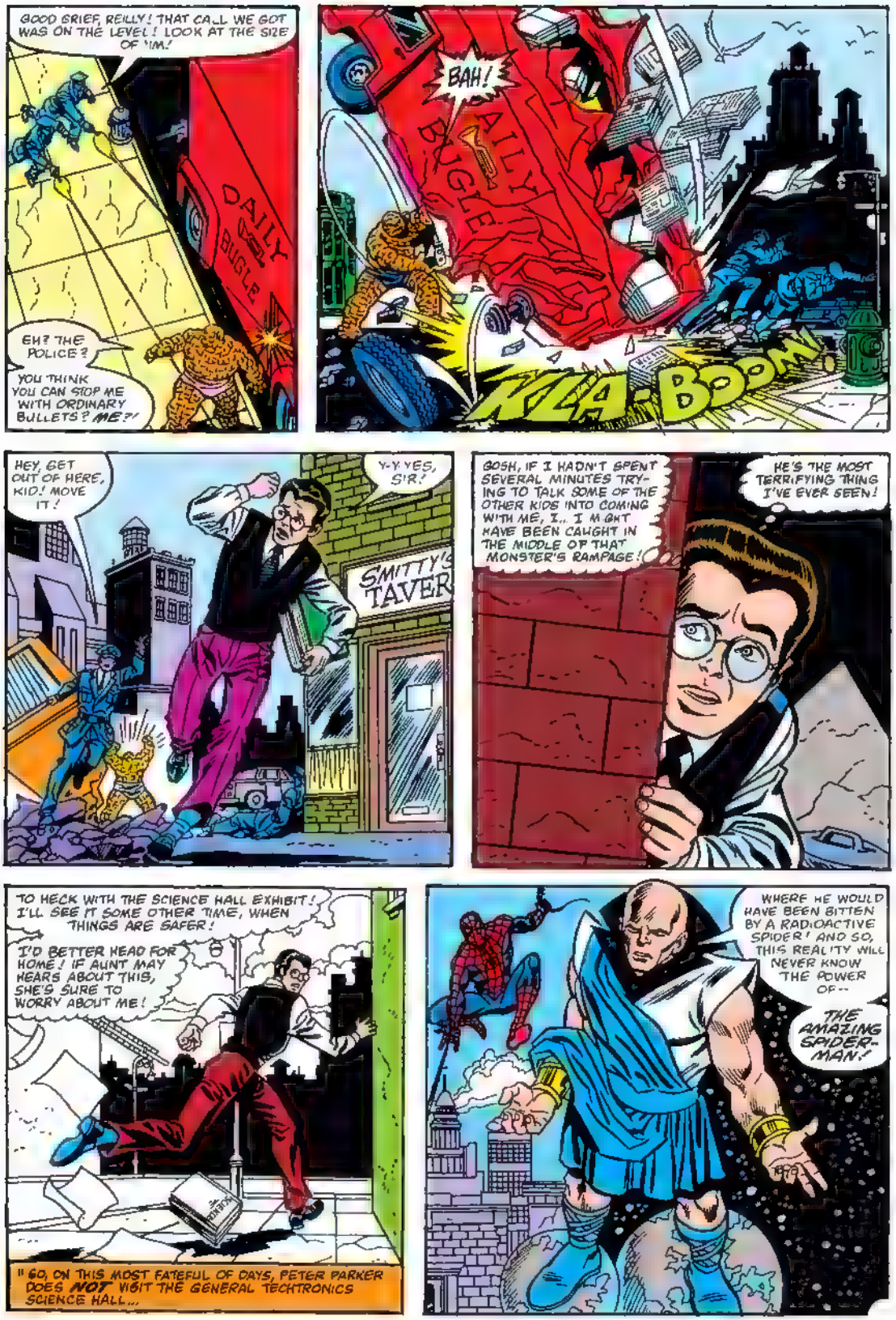
WHAT HAPPENED?
THAT BIG GUY TRIED TO ATTACK SOME GIRL!
HOLD HIM! DON'T LET HIM GET AWAY!
SOMEBODY CALL A COP!
NO, YOU FOOLS-- DON'T! LET GO OF ME!


NOW YOU'VE DONE IT!
HOLY SMOKE! HE'S A MONSTER!
BAH! NO MERE MONSTER EVER HAD POWER LIKE MINE!


I'M THE THING, YOU HEAR? THE THING!


AND I'M THE MIGHTIEST CREATURE ON THE FACE OF THE EARTH!
IT AIN'T HUMAN! IT'S TOO BIG... TOO STRONG! IT-- IT'S A MARTIAN!


WHAT ARE THEY SAYING, FATHER?
NEVER YOU MIND, ALICIA! IT'S NONE OF OUR CONCERN! WE MUST GET AWAY FROM HERE!


GOOD GRIEF, REILLY! THAT CALL WE GOT WAS ON THE LEVEL! LOOK AT THE SIZE OF 'IM!
DAILY BUGLE
EH? THE POLICE?
YOU THINK YOU CAN STOP ME WITH ORDINARY BULLETS? ME?!
BAH!
DAILY BUGLE
KLA-BOOM
HEY, GET OUT OF HERE, KID! MOVE IT!
Y-Y YES, S'R!
SMITTY'S TAVERN
GOSH, IF I HADN'T SPENT SEVERAL MINUTES TRYING TO TALK SOME OF THE OTHER KIDS INTO COMING WITH ME, I... I MIGHT HAVE BEEN CAUGHT IN THE MIDDLE OF THAT MONSTER'S RAMPAGE!
HE'S THE MOST TERRIFYING THING I'VE EVER SEEN!
TO HECK WITH THE SCIENCE HALL EXHIBIT! I'LL SEE IT SOME OTHER TIME, WHEN THINGS ARE SAFER!
I'D BETTER HEAD FOR HOME! IF AUNT MAY HEARS ABOUT THIS, SHE'S SURE TO WORRY ABOUT ME!
" SO, ON THIS MOST FATEFUL OF DAYS, PETER PARKER DOES NOT VISIT THE GENERAL TECHTRONICS SCIENCE HALL...
WHERE HE WOULD HAVE BEEN BITTEN BY A RADIOACTIVE SPIDER! AND SO, THIS REALITY WILL NEVER KNOW THE POWER OF--
THE AMAZING SPIDER-MAN!

"MEANWHILE, A CONTINGENT OF NEW YORK'S FINEST BEGINS TO CORDON OFF THE AREA AROUND THE ENRAGED BEHEMOTH.

KEEP AWAY FROM ME, Y'HEAR? I HATE PEOPLE POKING AT ME!

DRIVER, WHAT'S THE MATTER?

BEATS ME, DOC--

--BUT WHATEVER IT IS, IT HAS TRAFFIC IN A REAL MESS!

CAN'T YOU TRY SOME OTHER ROUTE? MY PLANE LEAVES IN LESS THAN AN HOUR!

I'LL SEE WHAT I CAN DO, DOC. BUT I DON'T THINK WE'LL MAKE IT!

INDEED. THE DR DONALD BLAKE OF THIS WORLD WILL MISS HIS PLANE, CAUSING HIM TO DELAY HIS LONG PLANNED TRIP TO NORWAY!

HE WILL NOT BE IN THOSE REMOTE SCANDANAVIAN MOUNTAINS TO FIND AN ENCHANTED WALKING STICK, AS HE DID ON YOUR WORLD!

THUS THIS DONALD BLAKE SHALL NOT DISCOVER HIS TRUE IMMORTAL HERITAGE. AND *THOR*, SON OF ODIN SHALL NEVER GRACE THE SKIES OF THIS ALTERNATE REALITY! COULD ONE SMALL DIVERGENCE SO CHANGE A WORLD? AYE, IT COULD! IT *HAS*! AND YET THERE ARE STILL *MORE* CHANGES IN THE WIND! OBSERVE

I TOLD YOU TO STAY AWAY FROM ME!

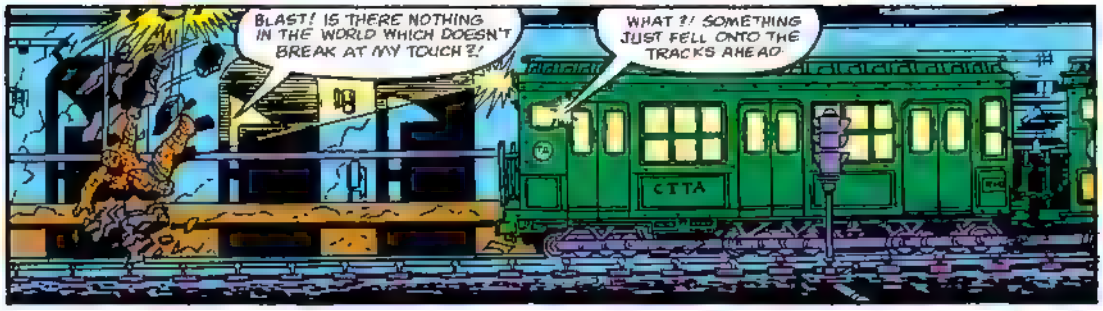
THOOM!

I'M NOT SOME SIDESHOW EXHIBIT FOR YOU TO GAWK AT! STAY AWAY, OR I SWEAR--!

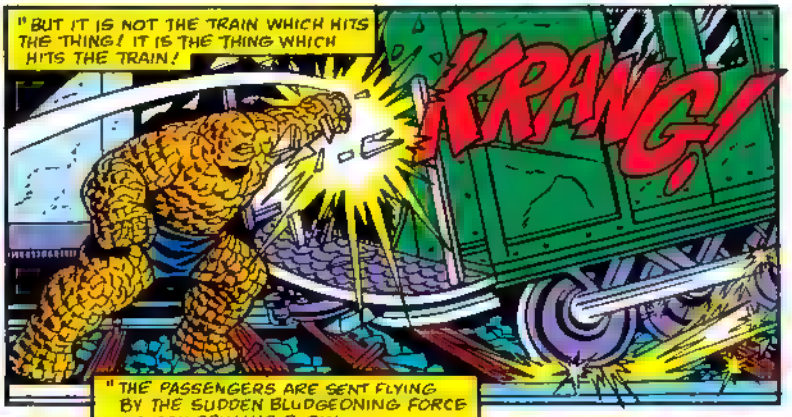
FRAM

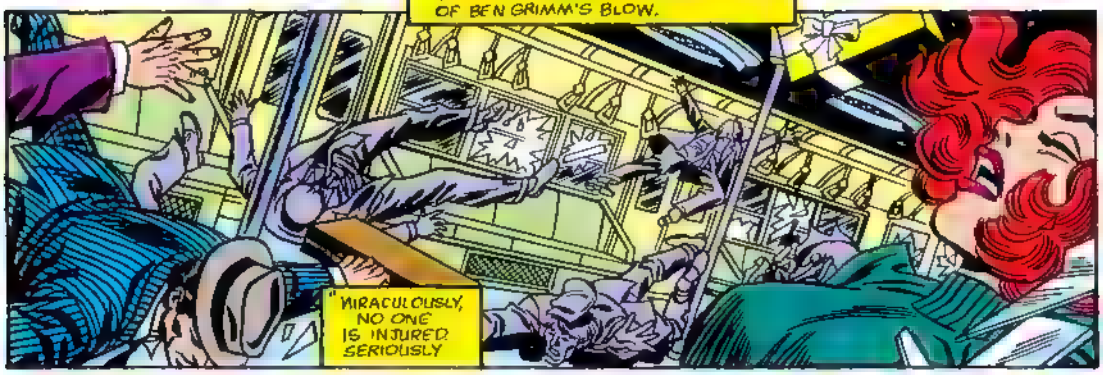
EH?

CRIMENY! HE HIT THE STREET SO HARD, IT'S GIVIN' WAY!


BLAST! IS THERE NOTHING IN THE WORLD WHICH DOESN'T BREAK AT MY TOUCH?!
WHAT?! SOMETHING JUST FELL ONTO THE TRACKS AHEAD
CTTA

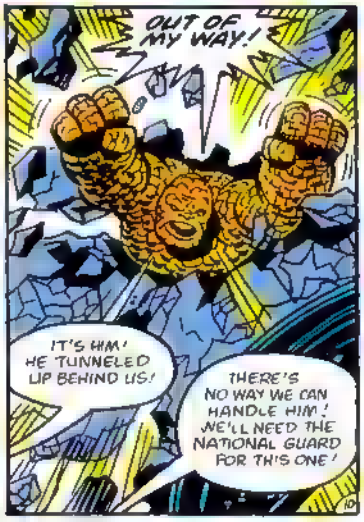
--AND, HEAVEN HELP ME...
"I CAN'T STOP IN TIME!


"BUT IT IS NOT THE TRAIN WHICH HITS THE THING! IT IS THE THING WHICH HITS THE TRAIN!
KRANG!


"THE PASSENGERS ARE SENT FLYING BY THE SUDDEN BLUDGEONING FORCE OF BEN GRIMM'S BLOW.
"MIRACULOUSLY, NO ONE IS INJURED SERIOUSLY

"AND, SHORTLY, ON THE STREETS ABOVE
THAT'S SOME HOLE HE DUG! MAYBE, IF WE'RE LUCKY, HE'LL STAY DOWN THERE!
I DUNNO, REILLY--

--KNOWING THE CHIEF, HE'LL WANT US TO GO DOWN AFTER THAT THING. MORE THAN LIKELY, THOUGH, THE BLASTED BEAST WILL COME.
OBOY
POLICE


OUT OF MY WAY!
IT'S HIM! HE TUNNELED UP BEHIND US!
THERE'S NO WAY WE CAN HANDLE HIM! WE'LL NEED THE NATIONAL GUARD FOR THIS ONE!

"BUT IT IS NOT THE NATIONAL GUARD WHICH RESPONDS TO THE CALL FOR HELP INSTEAD, A SPECIALLY-ASSEMBLED CREW OF MILITARY AND SCIENTIFIC EXPERTS CONVERGE ON MANHATTAN

"THEIR MISSION: STOP THE THING.

CONFOUND IT, STARK, WHAT ARE YOU WAITING FOR? WE HAVE THE CREATURE CORNERED ON TOP OF THAT BUILDING! WHEN ARE YOU GOING TO USE THAT POP GUN OF YOURS?

GIVE US A CHANCE, GENERAL ROSS! IT'S A MIRACLE THAT DR BANNER AND I WERE ABLE TO COMPLETE OUR *COSMIC RAY CANNON* AT ALL IN THE TIME YOU GAVE US!

A LITTLE CIVILITY WOULDN'T HURT, YOU KNOW! I CANCELLED AN IMPORTANT TRIP TO THE ORIENT TO ASSIST YOUR "THING ASSAULT FORCE."

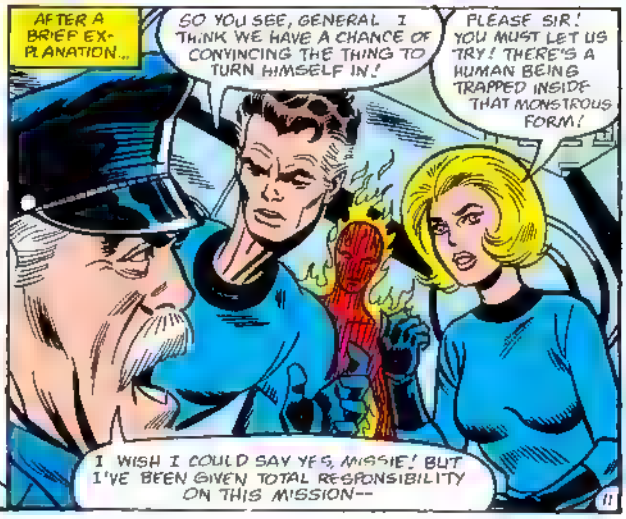
I KNOW HOW YOU FEEL, TONY! I LEFT BEHIND AN IMPORTANT NEW SOLAR PROJECT TO HANDLE THIS.

BAH! YOU CIVILIANS ARE ALWAYS BELLY-ACHING! YOU ACT LIKE A LITTLE INTERRUPTION OF YOUR ROUTINES WILL CHANGE YOUR LIVES FOREVER!

"AND THOUGH GENERAL THUNDERBOLT ROSS WOULD NEVER BELIEVE IT, THEIR LIVES *HAVE* BEEN IRREVOCABLY CHANGED.

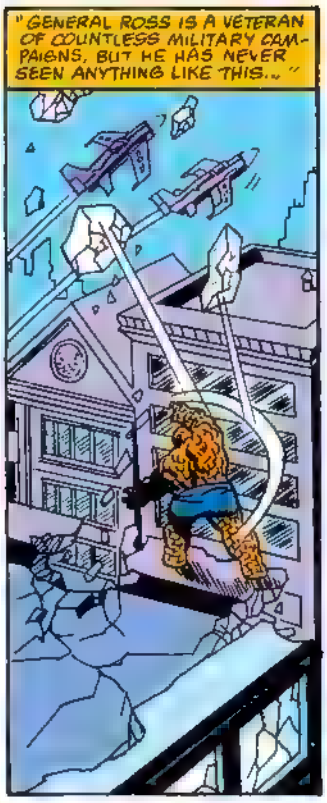
"FOR, BY BEING IN NEW YORK AT THIS POINT IN TIME, TECHNOCRAT ANTHONY STARK WILL AVOID THE MISHAP WHICH WOULD HAVE PUT HIM IN THE ARMOR OF *IRON MAN!*

"AND DR ROBERT BRUCE BANNER WILL NEVER EXPERIENCE THE ACCIDENT WHICH WOULD HAVE TRANSFORMED HIM INTO *THE INCREDIBLE HULK!*

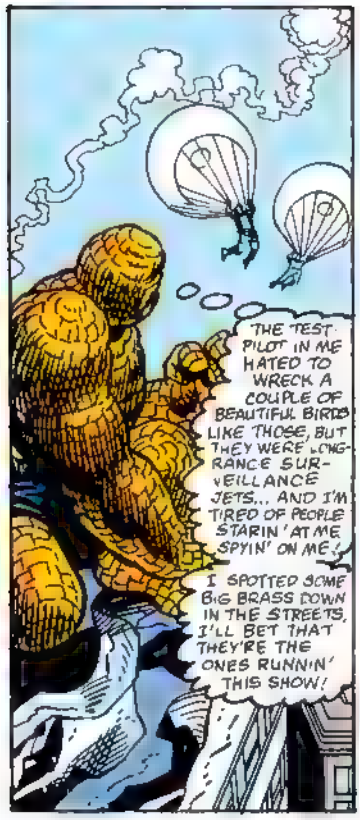


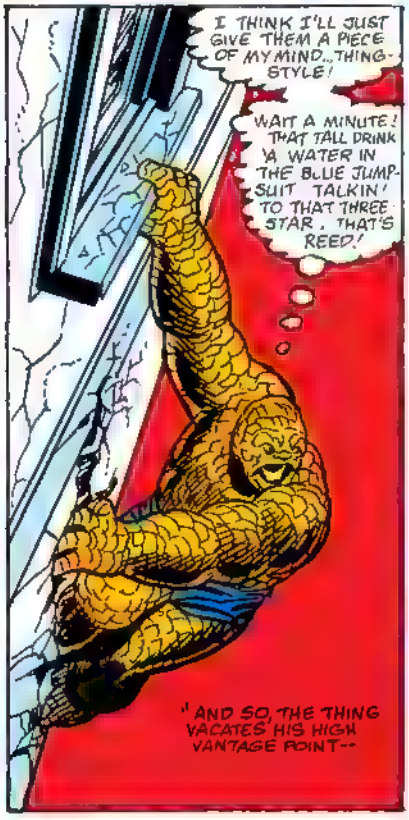
-- AND I CAN'T RISK THE LIVES OF UNAUTHORIZED PERSONNEL, NO MATTER WHAT STRANGE ABILITIES THEY MAY HAVE!

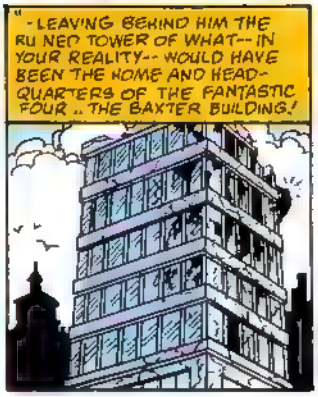
UH... GENERAL, SIR?
WHAT IS IT SON, I
GAD-FRY!

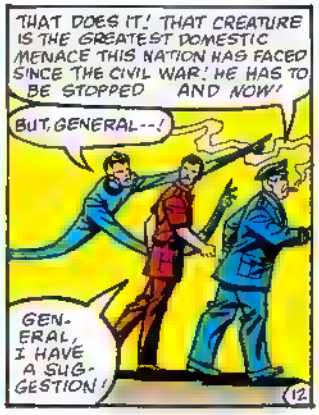

"GENERAL ROSS IS A VETERAN OF COUNTLESS MILITARY CAMPAIGNS, BUT HE HAS NEVER SEEN ANYTHING LIKE THIS..."

KRAK-KOW-KOW


THE TEST PILOT IN ME HATED TO WRECK A COUPLE OF BEAUTIFUL BIRDS LIKE THOSE, BUT THEY WERE LONG-RANGE SURVEILLANCE JETS... AND I'M TIRED OF PEOPLE STARIN' AT ME, SPYIN' ON ME!
I SPOTTED SOME BIG BRASS DOWN IN THE STREETS, I'LL BET THAT THEY'RE THE ONES RUNNIN' THIS SHOW!


I THINK I'LL JUST GIVE THEM A PIECE OF MY MIND... THING-STYLE!
WAIT A MINUTE! THAT TALL DRINK 'A WATER IN THE BLUE JUMPSUIT TALKIN' TO THAT THREE STAR. THAT'S REED!
'AND SO, THE THING VACATES HIS HIGH VANTAGE POINT--

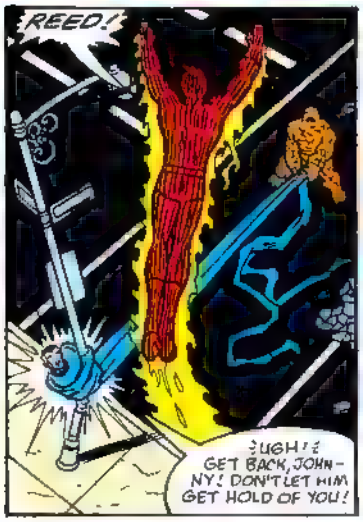

"-LEAVING BEHIND HIM THE RU NEO TOWER OF WHAT-- IN YOUR REALITY-- WOULD HAVE BEEN THE HOME AND HEADQUARTERS OF THE FANTASTIC FOUR... THE BAXTER BUILDING!

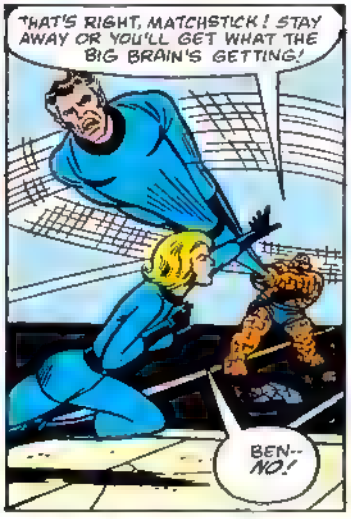

THAT DOES IT! THAT CREATURE IS THE GREATEST DOMESTIC MENACE THIS NATION HAS FACED SINCE THE CIVIL WAR! HE HAS TO BE STOPPED AND NOW!
BUT, GENERAL--!
GENERAL, I HAVE A SUGGESTION!

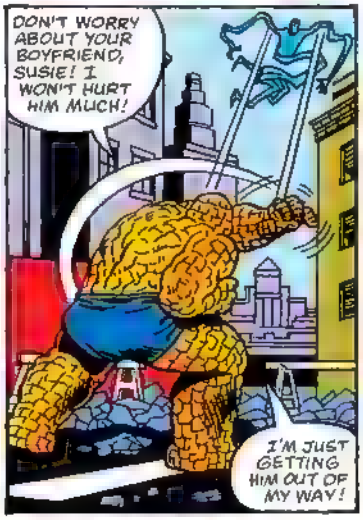
THE COSMIC RAY CANNON REQUIRES SEVERAL MINUTES TO BUILD TO FULL POWER. GIVE RICHARDS AND HIS TEAM A CHANCE TO REASON WITH THE THING.
WELL... IT'S AGAINST MY BETTER JUDGMENT, BUT IF YOU VOUCH FOR THEM--! ALL RIGHT, THEY HAVE FIVE MINUTES!
THANK YOU, SIR!

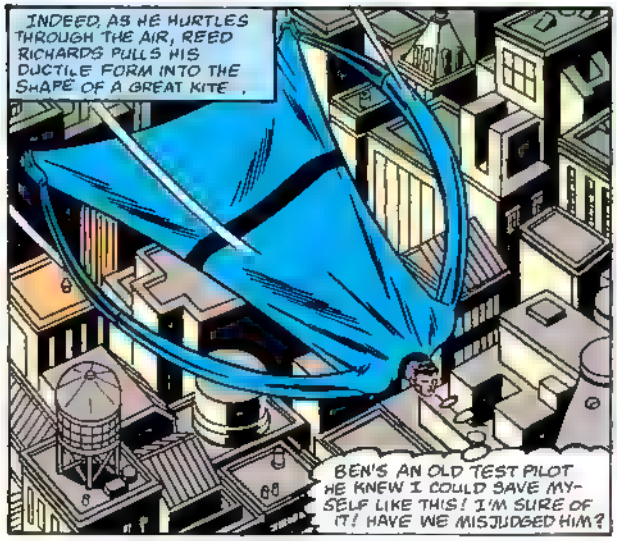
"AND SO
BEN OLD FRIEND!
DON'T TRY TO CON ME, RICHARDS! I SAW YOU TALKING TO THE BRASS.. YOU JUST WANT TO LOCK ME UP!
I MUST HAVE BEEN CRAZY TO THINK HE'D HELP ME!

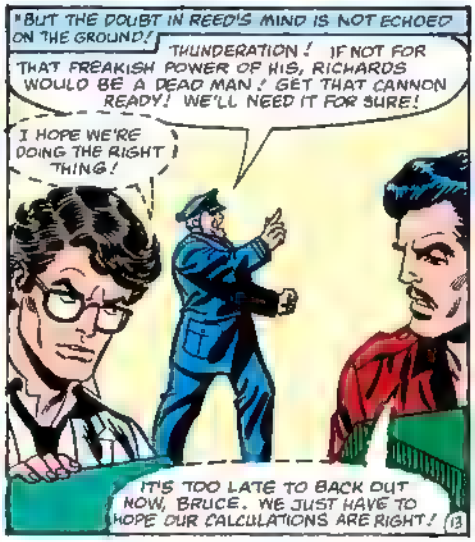
DON'T FORCE ME TO FIGHT YOU, THING!
SO! NOW I'M "THE THING," EH? STRETCH ALL YOU WANT "OLD FRIEND" IT WON'T DO YOU ANY GOOD!


REED!
UGH! GET BACK, JOHNNY! DON'T LET HIM GET HOLD OF YOU!

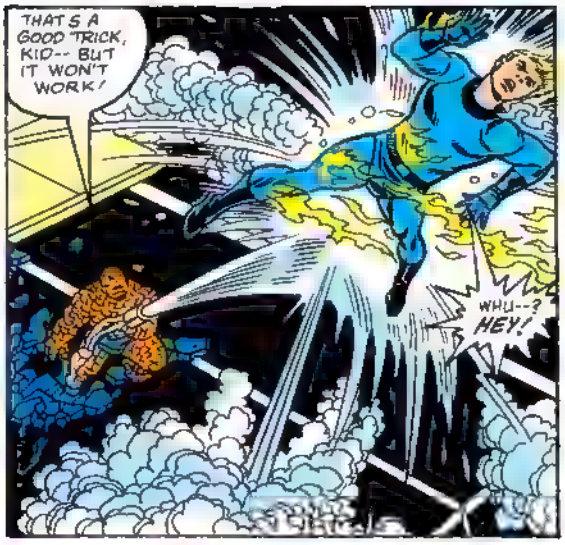

THAT'S RIGHT, MATCHSTICK! STAY AWAY OR YOU'LL GET WHAT THE BIG BRAIN'S GETTING!
BEN-- NO!

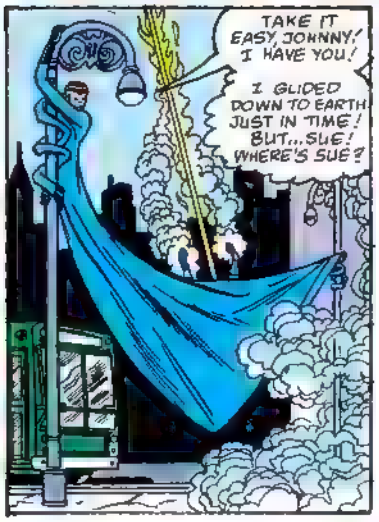

DON'T WORRY ABOUT YOUR BOYFRIEND, SUSIE! I WON'T HURT HIM MUCH!
I'M JUST GETTING HIM OUT OF MY WAY!


INDEED, AS HE HURTLES THROUGH THE AIR, REED RICHARDS PULLS HIS DUCTILE FORM INTO THE SHAPE OF A GREAT KITE.
BEN'S AN OLD TEST PILOT. HE KNEW I COULD SAVE MYSELF LIKE THIS! I'M SURE OF IT! HAVE WE MISJUDGED HIM?


"BUT THE DOUBT IN REED'S MIND IS NOT ECHOED ON THE GROUND!
THUNDERATION! IF NOT FOR THAT FREAKISH POWER OF HIS, RICHARDS WOULD BE A DEAD MAN! GET THAT CANNON READY! WE'LL NEED IT FOR SURE!
I HOPE WE'RE DOING THE RIGHT THING!
IT'S TOO LATE TO BACK OUT NOW, BRUCE. WE JUST HAVE TO HOPE OUR CALCULATIONS ARE RIGHT!

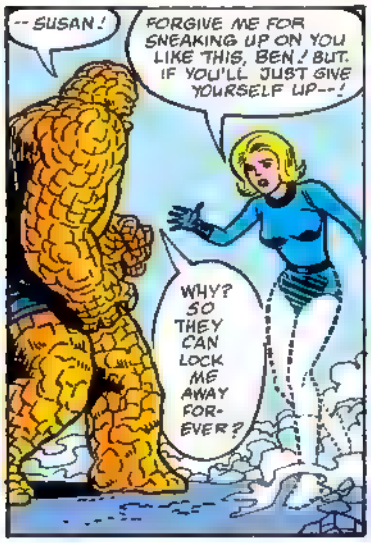
MEANWHILE
EH? I THOUGHT RICHARDS TOLD YOU TO STAY AWAY, HOT-HEAD!
HIS WAY DIDN'T WORK SO I THOUGHT I'D TRY SOMETHING DIFFERENT!
MAYBE YOU'LL LISTEN TO US, ONCE I SEAL YOU UP IN A LITTLE HOT ASPHALT!

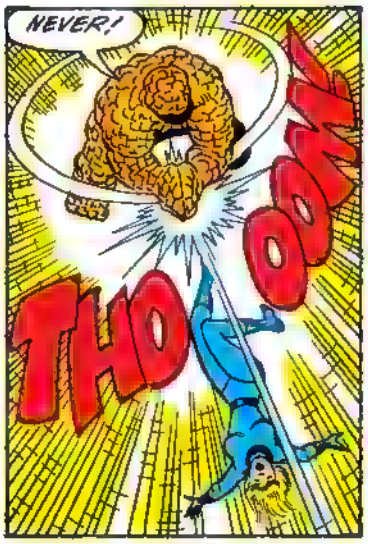

THAT'S A GOOD TRICK, KID-- BUT IT WON'T WORK!
WHU--? HEY!


TAKE IT EASY, JOHNNY! I HAVE YOU!
I GLIDED DOWN TO EARTH JUST IN TIME! BUT... SUE! WHERE'S SUE?

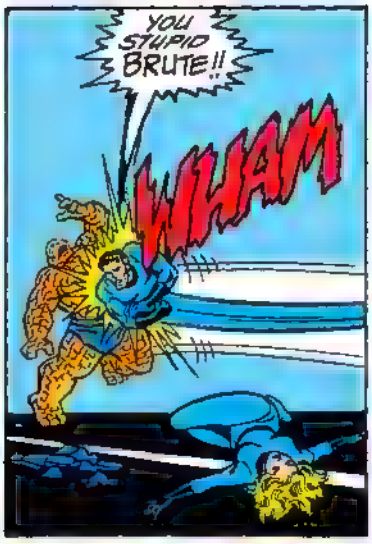
" AT THAT MOMENT, SUSAN STORM IS WADING THROUGH THE ACRID SMOKE OF THE BURNING ASPHALT!
THIS SMOKE IS SO THICK, I PROBABLY WOULDN'T NEED TO BE INVISIBLE--

BEN... PLEASE... WE DON'T WANT TO FIGHT YOU! WE'RE YOUR FRIENDS! FOR HEAVEN'S SAKE, YOU'VE KNOWN REED SINCE COLLEGE!
I...I KNOW HOW BITTER YOU ARE-- AND YOU HAVE EVERY RIGHT TO BE! BUT IF YOU KEEP FIGHTING YOU'LL NEVER KNOW PEACE!
WHAT? THERE'S A VOICE COMING OUT OF NOWHERE! IT'S GOTTA BE--

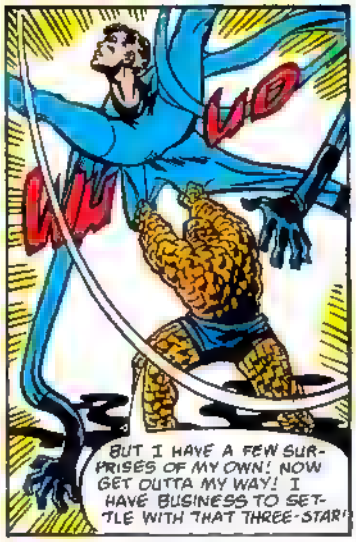

-- SUSAN!
FORGIVE ME FOR SNEAKING UP ON YOU LIKE THIS, BEN! BUT IF YOU'LL JUST GIVE YOURSELF UP--!
WHY? SO THEY CAN LOCK ME AWAY FOREVER?

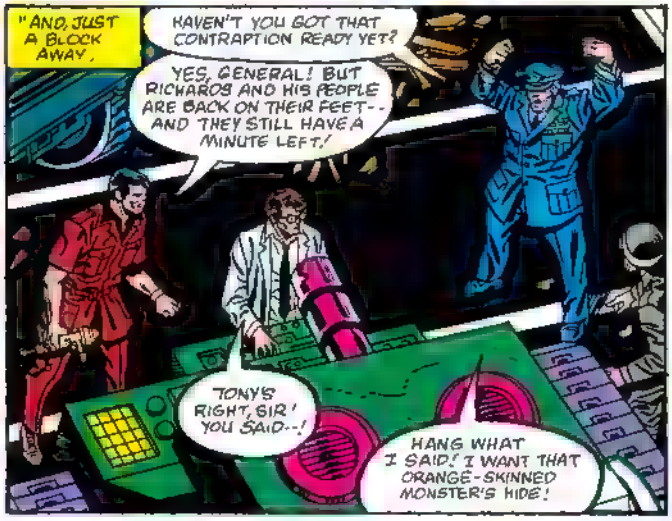

NEVER!
THO
OOM!

SUE!

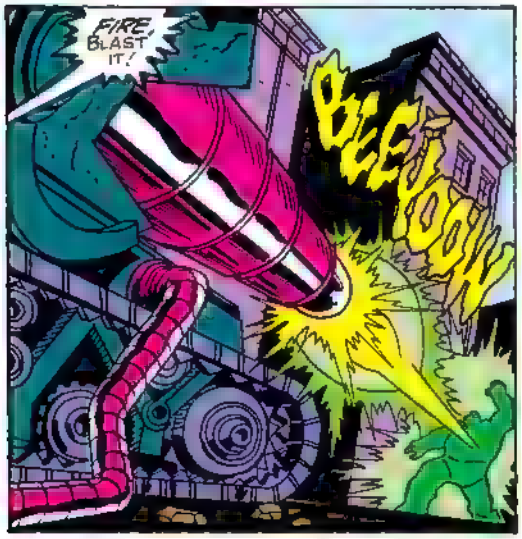

YOU STUPID BRUTE!!
WHAM

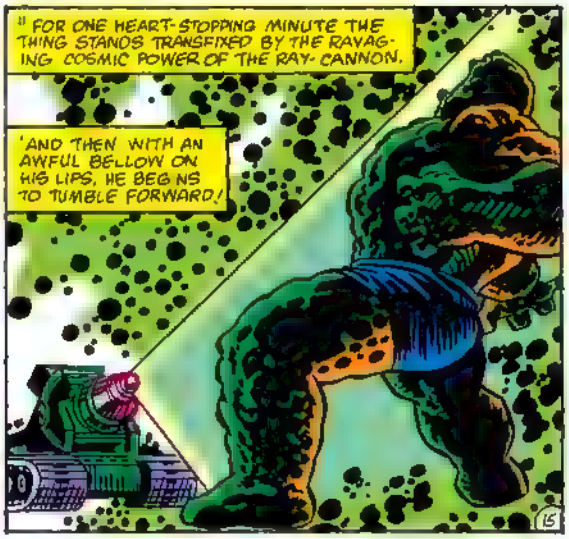
NOT BAD, RICHARDS! YOU KNOCKED ME RIGHT OFF MY PINS!
COULDN'T HAVE DONE THAT IF YOU HADN'T TAKEN ME BY SURPRISE!


BUT I HAVE A FEW SURPRISES OF MY OWN! NOW GET OUTTA MY WAY! I HAVE BUSINESS TO SETTLE WITH THAT THREE-STAR!


"AND, JUST A BLOCK AWAY,
HAVEN'T YOU GOT THAT CONTRAPTION READY YET?
YES, GENERAL! BUT RICHARDS AND HIS PEOPLE ARE BACK ON THEIR FEET-- AND THEY STILL HAVE A MINUTE LEFT!
TONY'S RIGHT, SIR! YOU SAID--!
HANG WHAT I SAID! I WANT THAT ORANGE-SKINNED MONSTER'S HIDE!

VERY WELL, SIR. TARGET IS SIGHTED. AWAITING YOUR COMMAND!

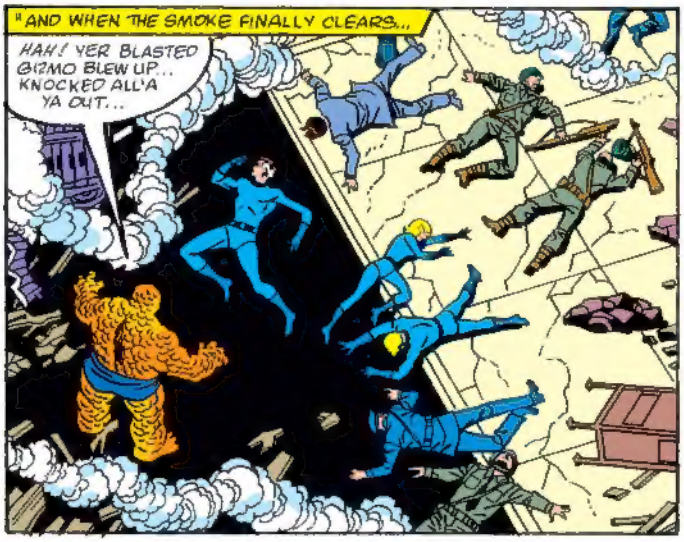

FIRE, BLAST IT!
BEGOOM


"FOR ONE HEART-STOPPING MINUTE THE THING STANDS TRANSFIXED BY THE RAVAGING COSMIC POWER OF THE RAY-CANNON.
'AND THEN WITH AN AWFUL BELLOW ON HIS LIPS, HE BEGINS TO TUMBLE FORWARD!

WHILE, BEHIND POLICE BARRICADES...
REED! IT... IT'S NOT STOPPING HIM!
STARK AND BANNER'S CANNON IS DUPLICATING THE SAME TYPE OF RADIATION WE ENCOUNTERED IN SPACE! THE PAIN MUST BE EXCRUCIATING, BUT--!
BUT IT'S MAKING HIM EVEN STRONGER!

YOU... AIN'T... GONNA... KILL ME... THIS EASY! I'M THE THING--
AND THERE AIN'T NO STOPPIN' ME!

CHA
VOOM


AND WHEN THE SMOKE FINALLY CLEARS...
HAH! YER BLASTED GIZMO BLEW UP... KNOCKED ALL'A YA OUT...

...BUT IT DIDN'T EVEN BRUISE MY HIDE! I'M STILL THE THING...
...AN' I FEEL MORE POWERFUL THAN EVER!

IN FACT, I'M STRONG ENOUGH TO KILL YOU ALL WITH ONE BLOW!!

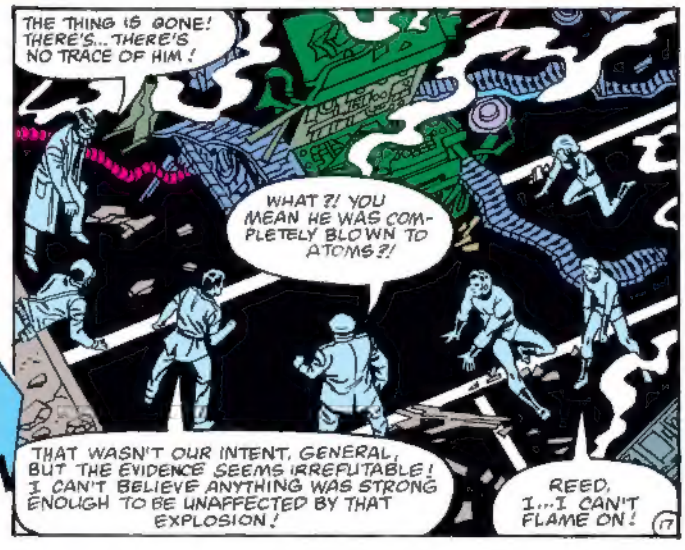
BUT... IF I DID THAT... I REALLY WOULD BE A MONSTER, WOULDN'T I?
AND I'M NOT. WHATEVER I MIGHT LOOK LIKE... OR FEEL LIKE... I AIN'T REALLY NO MONSTER!
I WAS RIGHT ABOUT ONE THING, THOUGH... NOBODY CAN KNOW THE WAY I FEEL. IF FOLKS HAD ONLY GIVEN ME A CHANCE, I MIGHT'A LEARNED TO LIVE WITH THIS UGLY HIDE...

... BUT THAT WUZ TOO MUCH TO HOPE FOR! EVERYWHERE I WENT, I SCARED ANYONE WHO CAUGHT SIGHT'A ME! LITTLE KIDS SCREAMED... GROWN MEN FAINTED! AN' THEN THE ARMY STEPPED IN!
I ALWAYS HAD ME A TEMPER, RICHARDS... YOU KNEW THAT!

BUT DO YA KNOW WHAT IT'S LIKE TO LOSE YER TEMPER, AN' THEN DISCOVER THAT YER AS STRONG AS A HUNDRED MEN?!?
EVERYTHING BREAKS WHEN YA TOUCH IT... LIKE THE WHOLE WORLD WUZ MADE OF CARDBOARD!

AW, WHY AM I WASTING MY BREATH? YOU CAN'T HEAR ME...
... AN' YA SURE CAN'T HELP ME! I'LL NEVER BE HUMAN AGAIN! I'LL LIVE -- AND DIE -- JUST THE WAY I AM!

THE WHOLE WORLD'LL BE A LOT BETTER OFF IF I DIG MYSELF A BIG HOLE, AN' PULL IT IN AFTER ME!
"WITHIN SECONDS, BEN GRIMM IS GONE... ONCE AGAIN, HIDDEN FROM THE SIGHT OF MAN. MINUTES LATER, AS THE OTHERS REGAIN CONSCIOUSNESS...

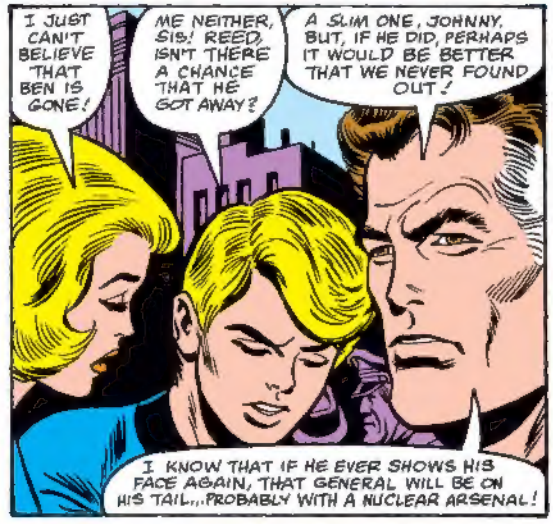

THE THING IS GONE! THERE'S... THERE'S NO TRACE OF HIM!
WHAT?! YOU MEAN HE WAS COMPLETELY BLOWN TO ATOMS?!
THAT WASN'T OUR INTENT, GENERAL, BUT THE EVIDENCE SEEMS IRREFUTABLE! I CAN'T BELIEVE ANYTHING WAS STRONG ENOUGH TO BE UNAFFECTED BY THAT EXPLOSION!
REED, I... I CAN'T FLAME ON!

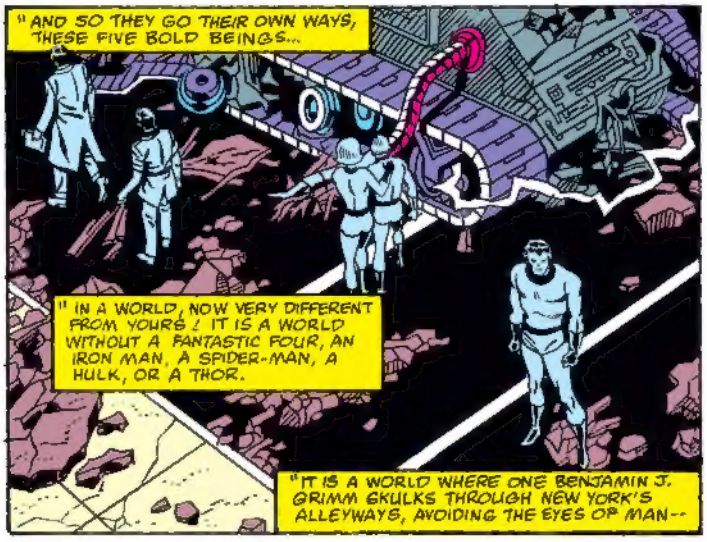
I KNOW, JOHNNY. THE COSMIC-RAY FEEDBACK FROM THE EXPLODING CANNON ERASED THE EFFECTS OF OUR ORIGINAL EXPOSURE. IF ONLY IT HAD DONE THE SAME FOR POOR BEN!
OH, REED!

THIS SHOULDN'T HAVE HAPPENED! FROM THE RADIATION READINGS WE TOOK AT THE SITES OF THE THING'S PREVIOUS RAMPAGES, I WAS CERTAIN THAT THE COSMIC CANNON WOULD CURE HIM!
I'M AS MYSTIFIED AS YOU, TONY! EVEN IF WE COULDN'T CURE HIM, THE EXPLOSION SHOULDN'T HAVE TOTALLY DISINTEGRATED HIM!
WHAT?!

DO YOU MEAN TO SAY THAT WE PROVIDED YOU TWO EGGHEADS WITH THE MONEY AND MANPOWER TO BUILD A WEAPON, AND YOU TRIED TO CURE THAT MONSTER, INSTEAD?!

@%#¢%!! I SHOULD HAVE KNOWN BETTER THAN TO TRUST A COUPLE OF BLEEDING-HEART MILKSOP SCIENTISTS! THE NATION'S JUST BLAMED LUCKY THAT THE CREATURE WAS DESTROYED!
...NO THANKS TO YOU! I SWEAR I'LL SEE TO IT THAT NONE OF YOU EVER WORK FOR THE GOVERNMENT AGAIN!


I JUST CAN'T BELIEVE THAT BEN IS GONE!
ME NEITHER, SIS! REED, ISN'T THERE A CHANCE THAT HE GOT AWAY?
A SLIM ONE, JOHNNY. BUT, IF HE DID, PERHAPS IT WOULD BE BETTER THAT WE NEVER FOUND OUT!
I KNOW THAT IF HE EVER SHOWS HIS FACE AGAIN, THAT GENERAL WILL BE ON HIS TAIL...PROBABLY WITH A NUCLEAR ARSENAL!


"AND SO THEY GO THEIR OWN WAYS, THESE FIVE BOLD BEINGS...
"IN A WORLD, NOW VERY DIFFERENT FROM YOURS! IT IS A WORLD WITHOUT A FANTASTIC FOUR, AN IRON MAN, A SPIDER-MAN, A HULK, OR A THOR.
"IT IS A WORLD WHERE ONE BENJAMIN J. GRIMM SKULKS THROUGH NEW YORK'S ALLEYWAYS, AVOIDING THE EYES OF MAN--

"--LEAVING BEHIND HIM A LAND NEARLY DEVOID OF THAT SPECIAL BREED WHICH SOME CALL SUPER HEROES! IN THE DAYS AHEAD, THIS REALITY SHALL SORELY NEED THOSE HEROES...
...TO COMBAT THE MIGHT OF ALIEN INVADERS AND SUCH MALEVOLENT MENACES AS EARTH'S DR. DOOM! WILL THIS EARTH SURVIVE? WILL OTHER HEROES ARISE?
ONLY I KNOW... FOR I AM... THE WATCHER!
END

# WHY NOT?

c/o MARVEL COMICS GROUP
575 Madison Avenue
New York, New York 10022

TOM DeFALCO
EDITOR
MARK GRUENWALD
ASSISTANT EDITOR

Dear Marvel,

WHAT IF #25 ("What If Thor fought Odin over Jane Foster?") was way out and downright unusual. When Peter Gillis sits down to write an alternate reality, he really goes all-out to be alternate! The story was given a sense of credence by its use of Homer-style plot elements. The characters took on the dimensions of participants in epic poetry, what with Thor's outrage, Odin's closed-mindedness, Iron Man's peace mission ending in death, Jane being the cause of war, Balder's loyalty to Odin even though he feels Odin is wrong, Wanda and the Wasp playing the part of *deus ex machina*, Loki's treachery, Thor not noticing the olive branch of peace, Thor's separation from his father and the founding of his own city. All in all, a neat story with epic overtones.

Frank Titone
(Address withheld by request)

**Thanks for the kudos, Frank. Thor is the kind of hero who lends himself to epic treatment, and it was our pleasure to present that most significant turning point in his early career. Not everyone applauded the plot machinations and character portrayals as you did. To wit...**

Dear Marvel,

While I usually enjoy the work of writer Peter Gillis, I must take exception to WHAT IF #25. The tale seemed too rushed and cramped. Not enough space was used to develop certain elements, such as fully explaining why Thor was so ready to turn against the father he was shown to love deeply later in the story. The two of them have had major disagreements before without such violent consequences. I just find it hard to believe that the Thunder God would be so willing to enter into conflict with Odin and his fellow Asgardians. Thor was so driven and unhinged that he didn't even realize that it was his own weakly motivated "righteous cause" that brought about the death of Iron Man.

The "strange force that corrupts the mind of man and god" was hardly touched upon beyond the page it was mentioned. Was it Loki? Igron? Odin's jealousy? Or a ploy for Thor to gain the aid of the Avengers? Thor was ignobly using the Avengers to further his own ends. Thor's love for Jane Foster never struck me as being as deep and strong as it was portrayed here.

It was also disturbing to see that as Thor and Odin made peace, no one bothered to mention that while the immortals had their clash of dreams, a certain mortal was killed. Remember Iron Man? The unfortunate victim of a family squabble. These things jarred on me, as did the Wasp's ability to kill Loki when Thor himself couldn't.

On the positive side, I liked the brief teaming of Fandral and Hawkeye and the movingly written last page. I also enjoyed this segment of the Untold Tales of the Marvel Universe. I really like WHAT IF, but I have enjoyed certain past issues better than this.

Chris Green
24 Brooklands Ave
Cleethorpes
S. Humberside, England

**What was that "strange force that corrupts both the mind of man and god," Chris? It seems to us that our scribe was referring to pride, in this case the pride of two supreme gods who were pushed to the point where they could not back down. Sorry if this was not clear in context. As for poor Iron Man, such are the consequences of war and I.M. probably knew the job was dangerous when he took it. Thor undoubtedly brooded for the loss of his friend. Speaking of the armored avenger...**

Dear Editor:

I just finished WHAT IF #25 and though I really enjoyed it, I have just one question. Why does Iron Man always get offed in these alternate universes? This is the third WHAT IF tale in which he perished. You'd think that our Marvel Universe were the only one with a living Iron Man!

Don Shover
Seattle, WA

**Hmmm, Don... have ol' Shell-head's counterparts really been biting the dust so often? If someone out there wants to help us out, and compile a list of heroes who have met their demise in these pages, we'll see if we can detect a pattern. Okay?**

Dear Marvel,

"What If Thor and the Avengers battled the Gods?" was a dynamite story, one I've been dying to see for some time. There was just one small disappointment in it for me, namely that we never got a chance to see what powers (besides flight) that Jane Foster was given as a goddess.

I thought the back-up feature on the Eternals was great. When you're done with the current series on their ancient history, I'd love to see what's happened to them since THOR #301, when their ruler, Zuras, died. Any chance of depicting their present day adventures?

Wilson Rivera
805 Grand St.
Brooklyn, NY 11211

**Only if enough of you Eternals fans request it, Wilson. For the time being, however, we've put our "Untold Tales of the Marvel Universe" on hold, in favor of longer alternate reality explorations. That's not to say a special tale of the Watcher will not turn up from time to time, though. Keep watching.**

Dear Tom and Mark,

As far as I'm concerned, "Untold Tales of the Marvel Universe" beats out the main feature in WHAT IF every time. In fact, that's the only reason I'm buying the book. I'd much rather read stories about the background of the mind-boggling Marvel Universe than these silly stories that never even happened. I really can't see how WHAT IFs are any different from the imaginary tales you used to rib your competition about publishing. I'd rather read real tales any day.

Richard H. Whitten
Box 146, RFD #1
Ridlon Road
Berwick, ME 03901

**Richard, as we've stated many times in the past, imaginary stories and alternate reality stories aren't the same thing — imaginary stories can stem from any premise while WHAT IFs must stem from events and characters that have been recorded in Marvel history. You can learn a lot about the mainstream Marvel Universe by observing what would have happened had events gone a different way.**

Dear WHAT IFfers,

This title has the potential of giving unlimited reign to the imagination, yet most of the stories featured here have not been imaginative enough. some issues came close to living up to their potential, only to be saddled with predictable endings. Lately the premises themselves have been dull: Thor rebelling against Odin, Hulk as a hero in Jarella's world, Captain America as president, Man-Thing with intelligence. Most of them ended up predictably, too. True, some of them were stories that couldn't be done in the mainstream, but that was only because they posed a dead end, either with a character's death (a comic called ALLIGATOR-THING wouldn't sell, nor would one called THE LATE GREAT CAPTAIN AMERICA) or a dead-end situation (Thor as a substitute for Odin getting bored on a cold throne). This is another problem: the most exciting stories are those that lend themselves to a follow-up (which if at all is a too-long time in coming). As far as I'm concerned, the most successful WHAT IFs leave the reader something to think about or speculate on in the end. I hope I've made my point.

J. Vicko
715 Ossington Ave.
Toronto, Ontario, Canada

**Your point is that you don't approve of some of the sagas that the Watcher has been choosing to narrate, eh, J.? We'll ask old Baldy to consider your criticisms next time we run into him at the Blue Area of the Moon Saloon, okay?**

NEXT ISSUE!
A BOOK-LENGTH BLOCKBUSTER!
WHAT IF
THE AVENGERS
HAD BECOME PAWNS of
"THE ENEMY"?
Guest Starring:
GALACTUS
THE STRANGER
GRANDMASTER
SHAPER OF WORLDS
THE GARDENER
LIVING TRIBUNAL
IN-BETWEENER
& Others!
Together for the first Time!